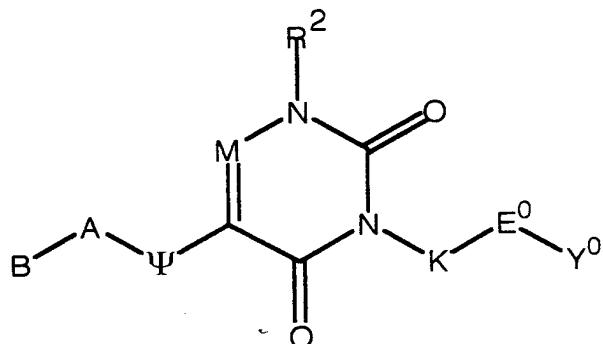


What we claim is:

1. A compound of the Formula:



or a pharmaceutically acceptable salt thereof, wherein;

5        B is phenyl or a heteroaryl of 5 or 6 ring members, wherein a nitrogen with a removable hydrogen or a carbon adjacent to the carbon at the point of attachment of said phenyl or heteroaryl ring to A is optionally substituted by  $R^{32}$ , a nitrogen with a removable hydrogen or a carbon at the other position adjacent to the point of attachment is optionally substituted by  $R^{36}$ , a nitrogen with a removable hydrogen or a carbon adjacent to  $R^{32}$  and two atoms from the point of attachment is optionally substituted by  $R^{33}$ , a nitrogen with a removable hydrogen or a carbon adjacent to  $R^{36}$  and two atoms from the point of attachment is optionally substituted by  $R^{35}$ , and a nitrogen with a removable hydrogen or a carbon adjacent to both  $R^{33}$  and  $R^{35}$  is optionally substituted by  $R^{34}$ ;

10       $R^9, R^{10}, R^{11}, R^{12}, R^{13}, R^{32}, R^{33}, R^{34}, R^{35}$ , and  $R^{36}$  are independently selected from the group consisting of hydrido, acetamido, haloacetamido, amidino, guanidino, alkylenedioxy, haloalkylthio, alkanoyloxy, alkoxy, cycloalkoxy, cycloalkylalkoxy, aralkoxy, aryloxy, heteroaryloxy, heteroaralkoxy, heterocyclxyloxy, heterocyclalkoxy, alkoxyalkyl, haloalkoxylalkyl, hydroxy, amino, alkoxyamino, nitro, alkylamino,

15      20

N-alkyl-N-arylamino, arylamino, aralkylamino, heteroaryl-amino,  
 heteroaralkylamino, heterocycllamino, heterocyclalkylamino, alkylthio,  
 alkylthioalkyl, alkylsulfinyl, arylsulfinyl, aralkylsulfinyl, cycloalkylsulfinyl,  
 heteroarylsulfinyl, alkylsulfonyl, arylsulfonyl, aralkylsulfonyl,  
 5       cycloalkylsulfonyl, heteroarylsulfonyl, alkylsulfonylalkyl, aryl, aralkyl,  
 cycloalkyl, cycloalkylalkyl, heteroaryl, heterocycl, alkylsulfonamido,  
 amidosulfonyl, alkanoyl, haloalkanoyl, alkyl, alkenyl, halo, haloalkyl,  
 haloalkenyl, haloalkoxy, hydroxyhaloalkyl, hydroxyalkyl, aminoalkyl,  
 haloalkoxyalkyl, carboxyalkyl, carboalkoxy, carboxy, carboxamido,  
 10      carboxamidoalkyl, and cyano;

$R^{32}, R^{33}, R^{34}, R^{35}$ , and  $R^{36}$  are independently optionally  $Q^b$ ;

B is optionally selected from the group consisting of hydrido,  
 trialkylsilyl, C2-C8 alkyl, C3-C8 alkylenyl, C3-C8 alkenyl, C3-C8 alkynyl, and  
 C2-C8 haloalkyl, wherein each member of group B is optionally substituted at  
 15      any carbon up to and including 6 atoms from the point of attachment of B to A  
 with one or more of the group consisting of  $R^{32}, R^{33}, R^{34}, R^{35}$ , and  $R^{36}$ ;

B is optionally a C3-C12 cycloalkyl or C4-C9 saturated heterocycl,  
 wherein each ring carbon is optionally substituted with  $R^{33}$ , a ring carbon other  
 than the ring carbon at the point of attachment of B to A is optionally  
 20      substituted with oxo provided that no more than one ring carbon is substituted  
 by oxo at the same time, ring carbons and a nitrogen adjacent to the carbon  
 atom at the point of attachment are optionally substituted with  $R^9$  or  $R^{13}$ , a ring  
 carbon or nitrogen atom adjacent to the  $R^9$  position and two atoms from the  
 25      point of attachment is optionally substituted with  $R^{10}$ , a ring carbon or nitrogen  
 adjacent to the  $R^{13}$  position and two atoms from the point of attachment is  
 optionally substituted with  $R^{12}$ , a ring carbon or nitrogen three atoms from the  
 point of attachment and adjacent to the  $R^{10}$  position is optionally substituted  
 with  $R^{11}$ , a ring carbon or nitrogen three atoms from the point of attachment

and adjacent to the R<sup>12</sup> position is optionally substituted with R<sup>33</sup>, and a ring carbon or nitrogen four atoms from the point of attachment and adjacent to the R<sup>11</sup> and R<sup>33</sup> positions is optionally substituted with R<sup>34</sup>;

A is selected from the group consisting of a bond, (W<sup>7</sup>)<sub>rr</sub>

5 (CH(R<sup>15</sup>))<sub>pa</sub>, and (CH(R<sup>15</sup>))<sub>pa</sub>-(W<sup>7</sup>)<sub>rr</sub> wherein rr is 0 or 1, pa is an integer selected from 0 through 6, and W<sup>7</sup> is selected from the group consisting of O, S, C(O), (R<sup>7</sup>)NC(O), (R<sup>7</sup>)NC(S), and N(R<sup>7</sup>) with the proviso that no more than one of the group consisting of rr and pa is 0 at the same time;

R<sup>7</sup> is selected from the group consisting of hydrido, hydroxy, and  
10 alkyl;

R<sup>15</sup> is selected from the group consisting of hydrido, hydroxy, halo, alkyl, and haloalkyl;

$\Psi$  is NH or NOH;

M is N or R<sup>1</sup>-C;

15 R<sup>1</sup> is selected from the group consisting of hydrido, alkyl, alkenyl, cyano, halo, haloalkyl, haloalkoxy, haloalkylthio, amino, aminoalkyl, alkylamino, amidino, hydroxy, hydroxyamino, alkoxy, hydroxyalkyl, alkoxyamino, thiol, and alkylthio;

R<sup>2</sup> is Z<sup>0</sup>-Q;

20 Z<sup>0</sup> is selected from the group consisting of a bond,

(CR<sup>41</sup>R<sup>42</sup>)<sub>q</sub> wherein q is an integer selected from 1 through 3, and

(CH(R<sup>41</sup>))<sub>g</sub>-W<sup>0</sup>-(CH(R<sup>42</sup>))<sub>p</sub> wherein g and p are integers independently selected from 0 through 3 and W<sup>0</sup> is selected from the group consisting of O, S, C(O), S(O), N(R<sup>41</sup>), and ON(R<sup>41</sup>);

$Z^0$  is optionally  $(CH(R^{41}))_e - W^{22} - (CH(R^{42}))_h$  wherein e and h are independently 0 or 1 and  $W^{22}$  is selected from the group consisting of

$CR^{41} = CR^{42}$ , 1,2-cyclopropyl, 1,2-cyclobutyl, 1,2-cyclohexyl, 1,3-cyclohexyl,  
 1,2-cyclopentyl, 1,3-cyclopentyl, 2,3-morpholinyl, 2,4-morpholinyl,  
 5 2,6-morpholinyl, 3,4-morpholinyl, 3,5-morpholinyl, 1,2-piperazinyl,  
 1,3-piperazinyl, 2,3-piperazinyl, 2,6-piperazinyl, 1,2-piperidinyl, 1,3-piperidinyl,  
 2,3-piperidinyl, 2,4-piperidinyl, 2,6-piperidinyl, 3,4-piperidinyl, 1,2-pyrrolidinyl,  
 1,3-pyrrolidinyl, 2,3-pyrrolidinyl, 2,4-pyrrolidinyl, 2,5-pyrrolidinyl,  
 3,4-pyrrolidinyl, 2,3-tetrahydrofuranyl, 2,4-tetrahydrofuranyl,  
 10 2,5-tetrahydrofuranyl, and 3,4-tetrahydrofuranyl, wherein  $Z^0$  is directly bonded  
 to the uracil ring and  $W^{22}$  is optionally substituted with one or more  
 substituents selected from the group consisting of  $R^9$ ,  $R^{10}$ ,  $R^{11}$ ,  $R^{12}$ , and  $R^{13}$ ;

$R^{41}$  and  $R^{42}$  are independently selected from the group consisting of  
 amidino, hydroxyamino, hydrido, hydroxy, amino, and alkyl;  
 15 Q is phenyl or a heteroaryl of 5 or 6 ring members, wherein a nitrogen  
 with a removable hydrogen or a carbon adjacent to the carbon at the point of  
 attachment of said phenyl or heteroaryl ring to  $Z^0$  is optionally substituted by  
 $R^9$ , a nitrogen with a removable hydrogen or a carbon at the other position  
 adjacent to the point of attachment is optionally substituted by  $R^{13}$ , a nitrogen  
 20 with a removable hydrogen or a carbon adjacent to  $R^9$  and two atoms from the  
 point of attachment is optionally substituted by  $R^{10}$ , a nitrogen with a  
 $R^{13}$  removable hydrogen or a carbon adjacent to  $R^{13}$  and two atoms from the point  
 of attachment is optionally substituted by  $R^{12}$ , and a nitrogen with a removable  
 25 hydrogen or a carbon adjacent to both  $R^{10}$  and  $R^{12}$  is optionally substituted by  
 $R^{11}$ ;

$Q^0$  is optionally hydrido with the proviso that  $Z^0$  is selected from other than a bond;

$K$  is  $(CR^{4a}R^{4b})_n$  wherein  $n$  is 1 or 2;

$R^{4a}$  and  $R^{4b}$  are independently selected from the group consisting of

5 halo, hydrido, hydroxyalkyl, alkyl, alkoxyalkyl, alkylthioalkyl, and haloalkyl;

$E^0$  is  $E^1$ , when  $K$  is  $(CR^{4a}R^{4b})_n$ , wherein  $E^1$  is selected from the group

consisting of a bond,  $C(O)$ ,  $C(S)$ ,  $C(O)N(R^7)$ ,  $(R^7)NC(O)$ ,  $S(O)_2$ ,

$(R^7)NS(O)_2$ , and  $S(O)_2N(R^7)$ ;

$Y^0$  is phenyl or a heteroaryl of 5 or 6 ring members, wherein one carbon

10 of said phenyl or said heteroaryl is substituted by  $Q^S$ , a carbon two or three

atoms from the point of attachment of  $Q^S$  to said phenyl or said heteroaryl to

said phenyl or said heteroaryl is substituted by  $Q^b$ , a carbon adjacent to the

point of attachment of  $Q^S$  is optionally substituted by  $R^{17}$ , another carbon

15 adjacent to the point of attachment of  $Q^S$  is optionally substituted by  $R^{18}$ , a

carbon adjacent to  $Q^b$  is optionally substituted by  $R^{16}$ , and another carbon

adjacent to  $Q^b$  is optionally substituted by  $R^{19}$ ;

$R^{16}$ ,  $R^{17}$ ,  $R^{18}$ , and  $R^{19}$  are independently selected from the group

consisting of hydrido, amidino, guanidino, carboxy, haloalkylthio, alkoxy,

hydroxy, amino, nitro, alkoxyamino, alkylamino, alkylthio, alkylsulfinyl,

20 alkylsulfonyl, alkanoyl, haloalkanoyl, alkyl, alkenyl, halo, haloalkyl, haloalkoxy, hydroxyalkyl, aminoalkyl, haloalkoxyalkyl, carboalkoxy, and cyano;

$R^{16}$  or  $R^{19}$  is optionally selected from the group consisting of

$NR^{20}R^{21}$ ,  $N(R^{26})C(NR^{25})N(R^{23})(R^{24})$ , and  $C(NR^{25})NR^{23}R^{24}$ , with the

proviso that  $R^{16}$ ,  $R^{19}$ , and  $Q^b$  are not simultaneously hydrido;

$Q^b$  is selected from the group consisting of  $NR^{20}R^{21}$ , aminoalkyl, hydrido,  $N(R^{26})C(NR^{25})N(R^{23})(R^{24})$ , and  $C(NR^{25})NR^{23}R^{24}$ , with the proviso that no more than one of  $R^{20}$  and  $R^{21}$  is selected from the group consisting of hydroxy, amino, alkylamino, and dialkylamino at the same time,  
 5 with the further proviso that no more than one of  $R^{23}$  and  $R^{24}$  is selected from the group consisting of hydroxy, amino, alkylamino, and dialkylamino at the same time;

$R^{20}, R^{21}, R^{23}, R^{24}, R^{25}$ , and  $R^{26}$  are independently selected from the group consisting of hydrido, alkyl, hydroxy, aminoalkyl, amino, dialkylamino, alkylamino, and hydroxyalkyl;  
 10

$Q^s$  is selected from the group consisting of bond,  $(CR^{37}R^{38})_b$  wherein b is an integer selected from 1 through 4, and  $(CH(R^{14}))_c-W^1-(CH(R^{15}))_d$   
 15 wherein c and d are integers independently selected from 1 through 3 and  $W^1$  is selected from the group consisting of  $C(O)N(R^{14})$ ,  $(R^{14})NC(O)$ ,  $S(O)$ ,  $S(O)_2$ ,  $S(O)_2N(R^{14})$ ,  $N(R^{14})S(O)_2$ , and  $N(R^{14})$ , with the proviso that  $R^{14}$  is selected from other than halo when directly bonded to N, with the further provison that  $Q^s$  is selected from other than a bond when  $Y^0$  is  
 20

$2-Q^b-5-Q^s-6-R^{17}-4-R^{18}-3-R^{19}$  pyridine or  $2-Q^b-4-Q^s-3-R^{16}-5-R^{18}-6-R^{19}$  pyridine, and with the additional proviso that  $(CR^{37}R^{38})_b$  and  $(CH(R^{14}))_c$  are bonded to  $E^0$ ;

$R^{14}$  is selected from the group consisting of hydrido, halo, alkyl, and haloalkyl;

$R^{37}$  and  $R^{38}$  are independently selected from the group consisting of hydrido, alkyl, and haloalkyl;

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$R^{38}$  is optionally aroyl or heteroaroyl, wherein  $R^{38}$  is optionally substituted with one or more substituents selected from the group consisting of  $R^{16}$ ,  $R^{17}$ ,  $R^{18}$ , and  $R^{19}$ ;

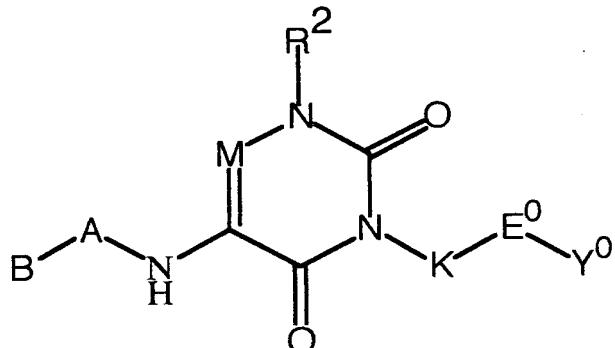
$Y^0$  is optionally  $Y^{AT}$  wherein  $Y^{AT}$  is  $Q^b-Q^s$ ;

5        $Y^0$  is optionally  $Q^b-Q^{ss}$  wherein  $Q^{ss}$  is  $(CH(R^{14}))_e-W^2-(CH(R^{15}))_h$ ,  
wherein e and h are independently 1 or 2 and  $W^2$  is  $CR^{4a}=CR^{4b}$ , with the  
proviso that  $(CH(R^{14}))_e$  is bonded to  $E^0$ ;

$Y^0$  is optionally  $Q^b-Q^{ssss}$  or  $Q^b-Q^{ssssr}$  wherein  $Q^{ssss}$  is  $(CH(R^{38}))_r-$   
 $W^5$ ,  $Q^{ssssr}$  is  $(CH(R^{38}))_r-W^6$ , r is 1 or 2,  $W^5$  and  $W^6$  are independently  
10      selected from the group consisting of 1,4-indenyl, 1,5-indenyl, 1,6-indenyl,  
1,7-indenyl, 2,7-indenyl, 2,6-indenyl, 2,5-indenyl, 2,4-indenyl, 3,4-indenyl,  
3,5-indenyl, 3,6-indenyl, 3,7-indenyl, 2,4-benzofuranyl, 2,5-benzofuranyl,  
2,6-benzofuranyl, 2,7-benzofuranyl, 3,4-benzofuranyl, 3,5-benzofuranyl,  
3,6-benzofuranyl, 3,7-benzofuranyl, 2,4-benzothiophenyl, 2,5-benzothiophenyl,  
15      2,6-benzothiophenyl, 2,7-benzothiophenyl, 3,4-benzothiophenyl,  
3,5-benzothiophenyl, 3,6-benzothiophenyl, 3,7-benzothiophenyl,  
2,7-imidazo(1,2-a)pyridinyl, 3,4-imidazo(1,2-a)pyridinyl,  
3,5-imidazo(1,2-a)pyridinyl, 3,6-imidazo(1,2-a)pyridinyl,  
3,7-imidazo(1,2-a)pyridinyl, 2,4-indolyl, 2,5-indolyl, 2,6-indolyl, 2,7-indolyl,  
20      3,4-indolyl, 3,5-indolyl, 3,6-indolyl, 3,7-indolyl, 1,4-isoindolyl, 1,5-isoindolyl,  
1,6-isoindolyl, 2,4-isoindolyl, 2,5-isoindolyl, 2,6-isoindolyl, 2,7-isoindolyl,  
1,3-isoindolyl, 3,4-indazolyl, 3,5-indazolyl, 3,6-indazolyl, 3,7-indazolyl,  
2,4-benzoxazolyl, 2,5-benzoxazolyl, 2,6-benzoxazolyl, 2,7-benzoxazolyl,  
3,4-benzisoxazolyl, 3,5-benzisoxazolyl, 3,6-benzisoxazolyl, 3,7-benzisoxazolyl,  
25      1,4-naphthyl, 1,5-naphthyl, 1,6-naphthyl, 1,7-naphthyl, 1,8-naphthyl,  
2,4-naphthyl, 2,5-naphthyl, 2,6-naphthyl, 2,7-naphthyl, 2,8-naphthyl,  
2,4-quinolinyl, 2,5-quinolinyl, 2,6-quinolinyl, 2,7-quinolinyl, 2,8-quinolinyl,  
3,4-quinolinyl, 3,5-quinolinyl, 3,6-quinolinyl, 3,7-quinolinyl, 3,8-quinolinyl,  
4,5-quinolinyl, 4,6-quinolinyl, 4,7-quinolinyl, 4,8-quinolinyl, 1,4-isoquinolinyl,  
30      1,5-isoquinolinyl, 1,6-isoquinolinyl, 1,7-isoquinolinyl, 1,8-isoquinolinyl,

3,4-isoquinoliny1, 3,5-isoquinoliny1, 3,6-isoquinoliny1, 3,7-isoquinoliny1,  
 3,8-isoquinoliny1, 4,5-isoquinoliny1, 4,6-isoquinoliny1, 4,7-isoquinoliny1,  
 4,8-isoquinoliny1, 3,4-cinnolinyl, 3,5-cinnolinyl, 3,6-cinnolinyl, 3,7-cinnolinyl,  
 3,8-cinnolinyl, 4,5-cinnolinyl, 4,6-cinnolinyl, 4,7-cinnolinyl, and 4,8-cinnolinyl,  
 5 and each carbon and hyrido containing nitrogen member of the ring of the W<sup>5</sup>  
 and of the ring of the W<sup>6</sup>, other than the points of attachment of W<sup>5</sup> and W<sup>6</sup>,  
 is optionally substituted with one or more of the group consisting of R<sup>9</sup>, R<sup>10</sup>,  
 R<sup>11</sup>, and R<sup>12</sup>, with the proviso that Q<sup>b</sup> is bonded to lowest number substituent  
 position of each W<sup>5</sup>, with the further proviso that Q<sup>b</sup> is bonded to highest  
 10 number substituent position of each W<sup>6</sup>, and with the additional proviso that  
 $(CH(R^{38}))_r$  is bonded to E<sup>0</sup>.

2. Compound of Claim 1 of the Formula:



15 or a pharmaceutically acceptable salt thereof, wherein;  
 B is phenyl or a heteroaryl of 5 or 6 ring members, wherein a carbon  
 adjacent to the carbon at the point of attachment of said phenyl or heteroaryl  
 ring to A is optionally substituted by R<sup>32</sup>, the other carbon adjacent to the  
 32 carbon at the point of attachment is optionally substituted by R<sup>36</sup>, a carbon  
 carbon at the point of attachment is optionally substituted by R<sup>33</sup>, a carbon adjacent to R<sup>36</sup> and two atoms from the carbon at the point of attachment is  
 20 adjacent to R<sup>32</sup> and two atoms from the carbon at the point of attachment is  
 optionally substituted by R<sup>33</sup>, a carbon adjacent to R<sup>36</sup> and two atoms from the

carbon at the point of attachment is optionally substituted by  $R^{35}$ , and any

carbon adjacent to both  $R^{33}$  and  $R^{35}$  is optionally substituted by  $R^{34}$ ;

$R^{32}$ ,  $R^{33}$ ,  $R^{34}$ ,  $R^{35}$ , and  $R^{36}$  are independently selected from the

group consisting of hydrido, acetamido, haloacetamido, amidino, guanidino,

5 alkyleneedioxy, haloalkylthio, alkanoyloxy, alkoxy, hydroxy, amino, alkoxyamino, haloalkanoyl, nitro, alkylamino, alkylthio, aryl, aralkyl, cycloalkyl, cycloalkylalkyl, heteroaryl, heterocyclyl, alkylsulfonamido, amidosulfonyl, alkyl, alkenyl, halo, haloalkyl, haloalkenyl, haloalkoxy, hydroxyalkyl, hydroxyhaloalkyl, aminoalkyl, carboalkoxy, carboxy, carboxamido, cyano, and

10  $Q^b$ ;

B is optionally selected from the group consisting of hydrido, trialkylsilyl, C2-C8 alkyl, C3-C8 alkylenyl, C3-C8 alkenyl, C3-C8 alkynyl, and C2-C8 haloalkyl, wherein each member of group B is optionally substituted at any carbon up to and including 6 atoms from the point of attachment of B to A

15 with one or more of the group consisting of  $R^{32}$ ,  $R^{33}$ ,  $R^{34}$ ,  $R^{35}$ , and  $R^{36}$ ;

B is optionally a C3-C12 cycloalkyl or a C4-C9 saturated heterocyclyl, wherein each ring carbon is optionally substituted with  $R^{33}$ , a ring carbon other

than the ring carbon at the point of attachment of B to A is optionally substituted with oxo provided that no more than one ring carbon is substituted by oxo at the same time, ring carbons and a nitrogen adjacent to the carbon atom at the point of attachment are optionally substituted with  $R^9$  or  $R^{13}$ , a ring

20 carbon or nitrogen atom adjacent to the  $R^9$  position and two atoms from the

point of attachment is optionally substituted with  $R^{10}$ , a ring carbon or nitrogen

atom adjacent to the  $R^{13}$  position and two atoms from the point of attachment

25 is optionally substituted with  $R^{12}$ , a ring carbon or nitrogen atom three atoms

from the point of attachment and adjacent to the  $R^{10}$  position is optionally

substituted with  $R^{11}$ , a ring carbon or nitrogen atom three atoms from the

point of attachment and adjacent to the  $R^{12}$  position is optionally substituted

with  $R^{33}$ , and a ring carbon or nitrogen atom four atoms from the point of

attachment and adjacent to the  $R^{11}$  and  $R^{33}$  positions is optionally substituted

with  $R^{34}$ ;

5        $R^9$ ,  $R^{10}$ ,  $R^{11}$ ,  $R^{12}$ , and  $R^{13}$  are independently selected from the group  
 consisting of hydrido, acetamido, haloacetamido, alkoxyamino, alkanoyl,  
 haloalkanoyl, amidino, guanidino, alkylenedioxy, haloalkylthio, alkoxy,  
 cycloalkoxy, cycloalkylalkoxy, aralkoxy, aryloxy, heteroaryloxy,  
 heteroaralkoxy, heterocyclcloxy, heterocyclalkoxy, hydroxy, amino,  
 10      alkylamino, N-alkyl-N-arylarnino, arylamino, aralkylamino, heteroarylarnino,  
 heteroaralkylarnino, heterocyclarnino, heterocyclalkylarnino, alkylthio,  
 alkylsulfinyl, arylsulfinyl, aralkylsulfinyl, cycloalkylsulfinyl, heteroarylslfinyl,  
 alkylsulfamido, alkylsulfonyl, arylsulfonyl, aralkylsulfonyl, cycloalkylsulfonyl,  
 heteroarylslfonyl, amidosulfonyl, alkyl, aryl, aralkyl, cycloalkyl,  
 15      cycloalkylalkyl, heteroaryl, heterocycl, halo, haloalkyl, haloalkoxy,  
 hydroxyalkyl, hydroxyhaloalkyl, aminoalkyl, carboalkoxy, carboxy,  
 carboxyalkyl, carboxamido, and cyano;

A is bond or  $(CH(R^{15}))_{pa}(W^7)_{rr}$  wherein rr is 0 or 1, pa is an integer  
 selected from 0 through 3, and  $W^7$  is selected from the group consisting of O,  
 20      S, C(O),  $(R^7)NC(O)$ ,  $(R^7)NC(S)$ , and  $N(R^7)$ ;

$R^7$  is selected from the group consisting of hydrido, hydroxy and alkyl;

$R^{15}$  is selected from the group consisting of hydrido, hydroxy, halo,

alkyl, and haloalkyl;

M is N or  $R^1-C$ ;

25       $R^1$  is selected from the group consisting of hydrido, alkyl, cyano, halo,  
 haloalkyl, haloalkoxy, amino, aminoalkyl, alkylarnino, amidino, hydroxy,  
 hydroxyarnino, alkoxy, hydroxyalkyl, alkoxyarnino, thiol, and alkylthio;

$R^2$  is  $Z^0-Q$ ;

$Z^0$  is selected from the group consisting of a bond,  $(CR^{41}R^{42})_q$  wherein q is 1 or 2, and  $(CH(R^{41}))_g-W^0-(CH(R^{42}))_p$  wherein g and p are integers independently selected from 0 through 3 and  $W^0$  is selected from the group consisting of O, S, C(O), S(O),  $N(R^{41})$ , and  $ON(R^{41})$ ;

5        $Z^0$  is optionally  $(CH(R^{41}))_e-W^{22}-(CH(R^{42}))_h$  wherein e and h are independently 0 or 1 and  $W^{22}$  is selected from the group consisting of  $CR^{41}=CR^{42}$ , 1,2-cyclopropyl, 1,2-cyclobutyl, 1,2-cyclohexyl, 1,3-cyclohexyl, 1,2-cyclopentyl, 1,3-cyclopentyl, 2,3-morpholinyl, 2,4-morpholinyl, 2,6-morpholinyl, 3,4-morpholinyl, 3,5-morpholinyl, 1,2-piperazinyl,

10      1,3-piperazinyl, 2,3-piperazinyl, 2,6-piperazinyl, 1,2-piperidinyl, 1,3-piperidinyl, 2,3-piperidinyl, 2,4-piperidinyl, 2,6-piperidinyl, 3,4-piperidinyl, 1,2-pyrrolidinyl, 1,3-pyrrolidinyl, 2,3-pyrrolidinyl, 2,4-pyrrolidinyl, 2,5-pyrrolidinyl, 3,4-pyrrolidinyl, 2,3-tetrahydrofuran-1-yl, 2,4-tetrahydrofuran-1-yl, 2,5-tetrahydrofuran-1-yl, and 3,4-tetrahydrofuran-1-yl, wherein  $Z^0$  is directly bonded

15      to the uracil ring and  $W^{22}$  is optionally substituted with one or more substituents selected from the group consisting of  $R^9$ ,  $R^{10}$ ,  $R^{11}$ ,  $R^{12}$ , and  $R^{13}$ ;  $R^{41}$  and  $R^{42}$  are independently selected from the group consisting of hydrido, hydroxy, alkyl, and amino;

Q is phenyl or a heteroaryl of 5 or 6 ring members, wherein a carbon adjacent to the carbon at the point of attachment of said phenyl or heteroaryl ring to  $Z^0$  is optionally substituted by  $R^9$ , the other carbon adjacent to the carbon at the point of attachment is optionally substituted by  $R^{13}$ , a carbon adjacent to  $R^9$  and two atoms from the carbon at the point of attachment is optionally substituted by  $R^{10}$ , a carbon adjacent to  $R^{13}$  and two atoms from the

carbon at the point of attachment is optionally substituted by  $R^{12}$ , and any

carbon adjacent to both R<sup>10</sup> and R<sup>12</sup> is optionally substituted by R<sup>11</sup>;

$Q$  is optionally hydrido with the proviso that  $Z^0$  is other than a bond;

K is  $\text{CHR}^{4a}$  wherein  $\text{R}^{4a}$  is selected from the group consisting of

5 hydrido, hydroxyalkyl, alkyl, alkoxyalkyl, alkylthioalkyl, and haloalkyl;

$E^0$  is selected from the group consisting of a covalent single bond,

C(O)N(H), (H)NC(O), ( $R^7$ )NS(O)<sub>2</sub>, and S(O)<sub>2</sub>N( $R^7$ );

$\text{C}(\text{O})\text{N}(\text{H})$ ,  $(\text{H})\text{NC}(\text{O})$ ,  $(\text{R}^7)\text{NS}(\text{O})_2$ , and  $\text{S}(\text{O})_2\text{N}(\text{R}^7)$ ;

$\text{Y}^0$  is phenyl or a heteroaryl of 5 or 6 ring members, wherein one carbon

of said phenyl or said heteroaryl is substituted by  $Q^s$ , a carbon two or three

10 atoms from the point of attachment of Q<sup>s</sup> to said phenyl or said heteroaryl is

substituted by  $Q^b$ , a carbon adjacent to the point of attachment of  $Q^s$  is

optionally substituted by R<sup>17</sup>, another carbon adjacent to the point of

attachment of  $Q^s$  is optionally substituted by  $R^{18}$ , a carbon adjacent to  $Q^b$  is

optionally substituted by R<sup>16</sup>, and another carbon adjacent to Q<sup>b</sup> is optionally

15 substituted by R<sup>19</sup>;

$R^{16}, R^{17}, R^{18}$ , and  $R^{19}$  are independently selected from the group

consisting of hydrido, amidino, guanidino, carboxy, haloalkylthio, alkoxy,

hydroxy, amino, alkoxyamino, alkylamino, alkylthio, alkylsulfinyl,

alkylsulfonyl, alkanoyl, haloalkanoyl, alkyl, halo, haloalkyl, haloalkoxy,

20 hydroxyalkyl, aminoalkyl, and cyano;

$R^{16}$  or  $R^{19}$  is optionally selected from the group consisting of

$\text{NR}^{20}\text{R}^{21}, \text{N}(\text{R}^{26})\text{C}(\text{NR}^{25})\text{N}(\text{R}^{23})(\text{R}^{24}),$  and  $\text{C}(\text{NR}^{25})\text{NR}^{23}\text{R}^{24}$ , with the

proviso that  $R^{16}$ ,  $R^{19}$ , and  $Q^b$  are not simultaneously hydrido;

Q<sup>b</sup> is selected from the group consisting of NR<sup>20</sup>R<sup>21</sup>, hydrido,  
 N(R<sup>26</sup>)C(NR<sup>25</sup>)N(R<sup>23</sup>)(R<sup>24</sup>), and C(NR<sup>25</sup>)NR<sup>23</sup>R<sup>24</sup>, with the proviso that no  
 more than one of R<sup>20</sup> and R<sup>21</sup> is selected from the group consisting of hydroxy,  
 amino, alkylamino, and dialkylamino at the same time, with the further proviso that  
 5 no more than one of R<sup>23</sup> and R<sup>24</sup> is selected from the group consisting of  
 hydroxy, amino, alkylamino, and dialkylamino at the same time;  
 R<sup>20</sup>, R<sup>21</sup>, R<sup>23</sup>, R<sup>24</sup>, R<sup>25</sup>, and R<sup>26</sup> are independently selected from the  
 group consisting of hydrido, alkyl, hydroxy, amino, alkylamino and dialkylamino;  
 Q<sup>s</sup> is selected from the group consisting of a bond, (CR<sup>37</sup>R<sup>38</sup>)<sub>b</sub>  
 10 wherein b is an integer selected from 1 through 4, and  
 (CH(R<sup>14</sup>))<sub>c</sub>-W<sup>1</sup>-(CH(R<sup>15</sup>))<sub>d</sub> wherein c and d are integers independently  
 selected from 1 through 3 and W<sup>1</sup> is selected from the group consisting of  
 C(O)N(R<sup>14</sup>), (R<sup>14</sup>)NC(O), S(O), S(O)<sub>2</sub>, S(O)<sub>2</sub>N(R<sup>14</sup>), N(R<sup>14</sup>)S(O)<sub>2</sub>, and  
 N(R<sup>14</sup>), with the proviso that R<sup>14</sup> is selected from other than halo when  
 15 directly bonded to N and with the further proviso that (CR<sup>37</sup>R<sup>38</sup>)<sub>b</sub>, and  
 (CH(R<sup>14</sup>))<sub>c</sub> are bonded to E<sup>0</sup>;  
 R<sup>14</sup> is selected from the group consisting of hydrido, halo, alkyl, and  
 haloalkyl;  
 R<sup>37</sup> and R<sup>38</sup> are independently selected from the group consisting of  
 20 hydrido, alkyl, and haloalkyl;  
 R<sup>38</sup> is optionally aroyl or heteroaroyl, wherein R<sup>38</sup> is optionally  
 substituted with one or more substituents selected from the group consisting of  
 R<sup>16</sup>, R<sup>17</sup>, R<sup>18</sup>, and R<sup>19</sup>;  
 Y<sup>0</sup> is optionally Y<sup>AT</sup> wherein Y<sup>AT</sup> is Q<sup>b</sup>-Q<sup>s</sup>;

$Y^0$  is optionally  $Q^b-Q^{ss}$  wherein  $Q^{ss}$  is  $(CH(R^{14}))_e-W^2-(CH(R^{15}))_h$ ,  
 wherein e and h are integers independently selected from 1 through 2 and  $W^2$   
 is  $CR^{4a}=CH$  with the proviso that  $(CH(R^{14}))_e$  is bonded to  $E^0$ .

5    3. Compound of Claim 2 or a pharmaceutically acceptable salt thereof, wherein;  
 B is selected from the group consisting of hydrido, trialkylsilyl, C2-C8  
 alkyl, C3-C8 alkylenyl, C3-C8 alkenyl, C3-C8 alkynyl, and C2-C8 haloalkyl,  
 wherein each member of group B is optionally substituted at any carbon up to  
 and including 6 atoms from the point of attachment of B to A with one or more  
 10    of the group consisting of  $R^{32}$ ,  $R^{33}$ ,  $R^{34}$ ,  $R^{35}$ , and  $R^{36}$ ;

$R^{32}$ ,  $R^{33}$ ,  $R^{34}$ ,  $R^{35}$ , and  $R^{36}$  are independently selected from the  
 group consisting of hydrido, acetamido, haloacetamido, amidino, guanidino,  
 alkoxy, hydroxy, amino, alkoxyamino, alkylamino, alkylthio, amidosulfonyl,  
 alkyl, halo, haloalkyl, haloalkoxy, hydroxyalkyl, hydroxyhaloalkyl, carboalkoxy,  
 15    carboxy, carboxamido, cyano, and  $Q^b$ ;

A is  $(CH(R^{15}))_{pa}-W^7$  wherein pa is an integer selected from 0 through  
 3 and  $W^7$  is selected from the group consisting of O, S, and  $N(R^7)$  wherein  $R^7$   
 is hydrido or alkyl;  
 20     $R^{15}$  is selected from the group consisting of hydrido, hydroxy, halo,  
 alkyl, and haloalkyl with the proviso that  $R^{15}$  is other than hydroxy or halo  
 when  $R^{15}$  is on the carbon bonded directly to  $W^7$ ;

M is N or  $R^1-C$ ;  
 $R^1$  is selected from the group consisting of hydrido, alkyl, cyano, halo,  
 haloalkyl, haloalkoxy, amino, aminoalkyl, alkylamino, amidino, hydroxy,  
 25    hydroxyamino, alkoxy, hydroxyalkyl, alkoxyamino, thiol, and alkylthio;  
 $R^2$  is  $Z^0-Q$ ;

$Z^0$  is a bond or  $(CR^{41}R^{42})_q$  wherein q is 1 or 2;

$R^{41}$  and  $R^{42}$  are independently selected from the group consisting of

hydrido, hydroxy, and amino;

5        Q is phenyl or a heteraryl of 5 or 6 ring members, wherein a carbon adjacent to the carbon at the point of attachment of said phenyl or heteraryl ring to  $Z^0$  is optionally substituted by  $R^9$ , the other carbon adjacent to the carbon at the point of attachment is optionally substituted by  $R^{13}$ , a carbon adjacent to  $R^9$  and two atoms from the carbon at the point of attachment is optionally substituted by  $R^{10}$ , a carbon adjacent to  $R^{13}$  and two atoms from the 10      carbon at the point of attachment is optionally substituted by  $R^{12}$ , and any carbon adjacent to both  $R^{10}$  and  $R^{12}$  is optionally substituted by  $R^{11}$ ;

$R^9, R^{10}, R^{11}, R^{12}$ , and  $R^{13}$  are independently selected from the group consisting of hydrido, acetamido, haloacetamido, alkoxyamino, alkanoyl, haloalkanoyl, amidino, guanidino, alkylenedioxy, haloalkylthio, alkoxy, cycloalkoxy, cycloalkylalkoxy, aralkoxy, aryloxy, heteroaryloxy, heteroaralkoxy, heterocyclyloxy, heterocyclalkoxy, hydroxy, amino, alkylamino, N-alkyl-N-arylarnino, arylamino, aralkylamino, heteroarylarnino, heteroaralkylarnino, heterocyclarnino, heterocyclalkylarnino, alkylthio, alkylsulfinyl, arylsulfinyl, aralkylsulfinyl, cycloalkylsulfinyl, heteroarylulfinyl, 20      alkylsulfamido, alkylsulfonyl, arylsulfonyl, aralkylsulfonyl, cycloalkylsulfonyl, heteroarylulfonyl, amidosulfonyl, alkyl, aryl, aralkyl, cycloalkyl, cycloalkylalkyl, heteroaryl, heterocycl, halo, haloalkyl, haloalkoxy, hydroxyalkyl, hydroxyhaloalkyl, aminoalkyl, carboalkoxy, carboxy, carboxyalkyl, carboxamido, and cyano;

25        K is  $CHR^{4a}$  wherein  $R^{4a}$  is selected from the group consisting of hydrido, hydroxyalkyl, alkyl, alkoxyalkyl, alkylthioalkyl, and haloalkyl;  $E^0$  is selected from the group consisting of a covalent single bond,  $C(O)N(H)$ ,  $(H)NC(O)$ ,  $(R^7)NS(O)_2$ , and  $S(O)_2N(R^7)$ ;

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$Y^0$  is phenyl or a heteroaryl of 5 or 6 ring members, wherein one carbon of said phenyl or said heteroaryl is substituted by  $Q^S$ , a carbon two or three atoms from the point of attachment of  $Q^S$  to said phenyl or said heteroaryl is substituted by  $Q^b$ , a carbon adjacent to the point of attachment of  $Q^S$  is 5 optionally substituted by  $R^{17}$ , another carbon adjacent to the point of attachment of  $Q^S$  is optionally substituted by  $R^{18}$ , a carbon adjacent to  $Q^b$  is optionally substituted by  $R^{16}$ , and another carbon adjacent to  $Q^b$  is optionally substituted by  $R^{19}$ ;

10       $R^{16}$  or  $R^{19}$  is optionally selected from the group consisting of  $NR^{20}R^{21}$ ,  $N(R^{26})C(NR^{25})N(R^{23})(R^{24})$ , and  $C(NR^{25})NR^{23}R^{24}$ , with the proviso that  $R^{16}$ ,  $R^{19}$ , and  $Q^b$  are not simultaneously hydrido;

15       $Q^b$  is selected from the group consisting of  $NR^{20}R^{21}$ , hydrido,  $N(R^{26})C(NR^{25})N(R^{23})(R^{24})$ , and  $C(NR^{25})NR^{23}R^{24}$ , with the proviso that no more than one of  $R^{20}$  and  $R^{21}$  is selected from the group consisting of hydroxy, amino, alkylamino, and dialkylamino at the same time and with the further proviso that no more than one of  $R^{23}$  and  $R^{24}$  is selected from the group consisting of hydroxy, amino, alkylamino, and dialkylamino at the same time;

20       $R^{20}, R^{21}, R^{23}, R^{24}, R^{25}$ , and  $R^{26}$  are independently selected from the group consisting of hydrido, alkyl, hydroxy, amino, alkylamino and dialkylamino;  $Q^S$  is selected from the group consisting of a bond,  $(CR^{37}R^{38})_b$  wherein b is an integer selected from 1 through 3, and  $(CH(R^{14}))_cW^1-(CH(R^{15}))_d$  wherein c and d are integers independently selected from 1 through 2 and  $W^1$  is selected from the group consisting of

C(O)N(R<sup>14</sup>), (R<sup>14</sup>)NC(O), S(O), S(O)<sub>2</sub>, S(O)<sub>2</sub>N(R<sup>14</sup>), N(R<sup>14</sup>)S(O)<sub>2</sub>, and N(R<sup>14</sup>), with the proviso that R<sup>14</sup> is selected from other than halo when directly bonded to N and with the further proviso that (CR<sup>37</sup>R<sup>38</sup>)<sub>b</sub>, and (CH(R<sup>14</sup>))<sub>c</sub> are bonded to E<sup>0</sup>;

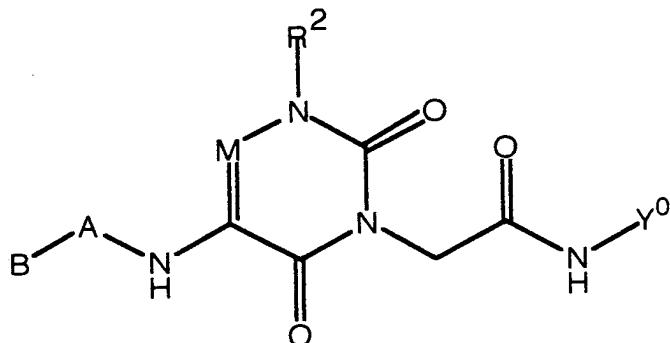
5 R<sup>14</sup> is selected from the group consisting of hydrido, halo, alkyl, and haloalkyl;

R<sup>37</sup> and R<sup>38</sup> are independently selected from the group consisting of hydrido, alkyl, and haloalkyl;

10 R<sup>38</sup> is optionally aroyl or heteroaroyl;

Y<sup>0</sup> is optionally Q<sup>b</sup>-Q<sup>ss</sup> wherein Q<sup>ss</sup> is (CH(R<sup>14</sup>))<sub>e</sub>-W<sup>2</sup>-(CH(R<sup>15</sup>))<sub>h</sub>, wherein e and h are independently 1 or 2 and W<sup>2</sup> is CR<sup>4a</sup>=CH with the proviso that (CH(R<sup>14</sup>))<sub>e</sub> is bonded to E<sup>0</sup>.

4. Compound of Claim 3 of the Formula:



15 or a pharmaceutically acceptable salt thereof, wherein;  
B is selected from the group consisting of hydrido, trialkylsilyl, C2-C4 alkyl, C3-C5 alkenyl, C3-C4 alkenyl, C3-C4 alkynyl, and C2-C4 haloalkyl, wherein each member of group B is optionally substituted at any carbon up to and including 3 atoms from the point of attachment of B to A with one or more 20 of the group consisting of R<sup>32</sup>, R<sup>33</sup>, and R<sup>34</sup>;

$R^{32}$ ,  $R^{33}$ , and  $R^{34}$  are independently selected from the group consisting of hydrido, acetamido, haloacetamido, amidino, guanidino, alkoxy, hydroxy, amino, alkoxyamino, alkylamino, alkylthio, amidosulfonyl, alkyl, halo, haloalkyl, haloalkoxy, hydroxyalkyl, hydroxyhaloalkyl, carboalkoxy, carboxy, carboxamido, and cyano;

5       $A$  is  $(CH(R^{15}))_{pa}N(R^7)$  wherein  $pa$  is an integer selected from 0

through 2 and  $R^7$  is hydrido or alkyl;

$R^{15}$  is selected from the group consisting of hydrido, halo, alkyl, and haloalkyl;

10      $M$  is N or  $R^1-C$ ;

$R^1$  is selected from the group consisting of hydrido, alkyl, cyano, halo, haloalkyl, haloalkoxy, amino, aminoalkyl, alkylamino, amidino, hydroxy, hydroxyamino, alkoxy, hydroxyalkyl, alkoxyamino, thiol, and alkylthio;

$R^2$  is  $Z^0-Q$ ;

15      $Z^0$  is a bond or  $CH_2$ ;

$Q$  is phenyl or a heteroaryl of 5 or 6 ring members, wherein a carbon adjacent to the carbon at the point of attachment of said phenyl or heteroaryl ring to  $Z^0$  is optionally substituted by  $R^9$ , the other carbon adjacent to the carbon at the point of attachment is optionally substituted by  $R^{13}$ , a carbon

20     adjacent to  $R^9$  and two atoms from the carbon at the point of attachment is

optionally substituted by  $R^{10}$ , a carbon adjacent to  $R^{13}$  and two atoms from the carbon at the point of attachment is optionally substituted by  $R^{12}$ , and any

carbon adjacent to both  $R^{10}$  and  $R^{12}$  is optionally substituted by  $R^{11}$ ;

$R^9$ ,  $R^{11}$ , and  $R^{13}$  are independently selected from the group consisting

25     of hydrido, hydroxy, amino, amidino, guanidino, alkylamino, alkylthio, alkylsulfonamido, alkylsulfinyl, alkylsulfonyl, amidosulfonyl, alkyl, alkoxy,

halo, haloalkyl, haloalkoxy, hydroxyalkyl, hydroxyhaloalkyl, carboxy, carboxamido, and cyano;

R<sup>10</sup> and R<sup>12</sup> are independently selected from the group consisting of hydrido, acetamido, haloacetamido, amidino, guanidino, alkyl, aryl, aralkyl, 5 cycloalkyl, cycloalkylalkyl, heteraryl, heterocyclyl, alkoxy, cycloalkoxy, cycloalkylalkoxy, aralkoxy, aryloxy, heteroaryloxy, heteroaralkoxy, heterocyclyoxy, heterocyclalkoxy, hydroxy, amino, alkoxyamino, alkylamino, arylamino, aralkylamino, heteroarylarnino, heteroaralkylamino, heterocyclamino, heterocyclalkylamino, 10 alkylsulfonamido, amidosulfonyl, arylsulfinyl, aralkylsulfinyl, cycloalkylsulfinyl, heteroarylsulfinyl, arylsulfonyl, aralkylsulfonyl, cycloalkylsulfonyl, heteroarylsulfonyl, hydroxyalkyl, hydroxyhaloalkyl, aminoalkyl, carboalkoxy, carboxy, carboxyalkyl, carboxamido, halo, haloalkyl, and cyano;

Y<sup>0</sup> is phenyl or a heteraryl of 5 or 6 ring members, wherein one carbon of said phenyl or said heteraryl is substituted by Q<sup>s</sup>, a carbon two or three atoms from the point of attachment of Q<sup>s</sup> to said phenyl or said heteraryl is substituted by Q<sup>b</sup>, a carbon adjacent to the point of attachment of Q<sup>s</sup> is optionally substituted by R<sup>17</sup>, another carbon adjacent to the point of attachment of Q<sup>s</sup> is optionally substituted by R<sup>18</sup>, a carbon adjacent to Q<sup>b</sup> is 20 optionally substituted by R<sup>16</sup>, and another carbon adjacent to Q<sup>b</sup> is optionally substituted by R<sup>19</sup>;

R<sup>16</sup>, R<sup>17</sup>, R<sup>18</sup>, and R<sup>19</sup> are independently selected from the group consisting of hydrido, amidino, guanidino, carboxy, haloalkylthio, alkoxy, hydroxy, amino, alkylamino, alkylthio, alkylsulfinyl, alkylsulfonyl, alkanoyl, haloalkanoyl, alkyl, halo, haloalkyl, haloalkoxy, hydroxyalkyl, aminoalkyl, and cyano;

$R^{16}$  or  $R^{19}$  is optionally selected from the group consisting of  
 $NR^{20}R^{21}$ ,  $N(R^{26})C(NR^{25})N(R^{23})(R^{24})$ , and  $C(NR^{25})NR^{23}R^{24}$ , with the

proviso that  $R^{16}$ ,  $R^{19}$ , and  $Q^b$  are not simultaneously hydrido;

$Q^b$  is selected from the group consisting of  $NR^{20}R^{21}$ , hydrido,

5  $C(NR^{25})NR^{23}R^{24}$ , and  $N(R^{26})C(NR^{25})N(R^{23})(R^{24})$ , with the proviso that  
no more than one of  $R^{20}$  and  $R^{21}$  is hydroxy at the same time and with the  
further proviso that no more than one of  $R^{23}$  and  $R^{24}$  is hydroxy at the same  
time;

10  $R^{20}, R^{21}, R^{23}, R^{24}, R^{25}$ , and  $R^{26}$  are independently selected from the  
group consisting of hydrido, alkyl, and hydroxy;

$Q^s$  is selected from the group consisting of a bond,  $CH_2$ , and  
 $CH_2CH_2$ .

5. Compound of Claim 4 of the Formula or a pharmaceutically acceptable salt  
15 thereof, wherein;

B is selected from the group consisting of ethyl, 2-propenyl,  
2-propynyl, propyl, isopropyl,  $-CH_2CH_2CH_2-$ ,  $-CH_2CH_2CH_2CH_2-$ , butyl,  
2-butenyl, 3-butenyl, 2-butynyl, sec-butyl, *tert*-butyl, isobutyl,  
2-methylpropenyl, 2,2,2-trifluoroethyl, 3,3,3-trifluoropropyl, and  
20 2,2-difluoropropyl, wherein each member of group B is optionally substituted  
at any carbon up to and including 3 atoms from the point of attachment of B to  
A with one or more of the group consisting of  $R^{32}$ ,  $R^{33}$ , and  $R^{34}$ ;

$R^{32}$ ,  $R^{33}$ , and  $R^{34}$  are independently selected from the group  
consisting of hydrido, amidino, guanidino, carboxy, methoxy, ethoxy,  
25 isopropoxy, propoxy, hydroxy, amino, methoxyamino, ethoxyamino, acetamido,  
trifluoroacetamido, N-methylamino, dimethylamino, N-ethylamino, methylthio,  
ethylthio, isopropylthio, trifluoromethyl, pentafluoroethyl, 2,2,2-trifluoroethyl,

trifluoromethoxy, 1,1,2,2-tetrafluoroethoxy, fluoro, chloro, bromo, amidosulfonyl, N-methylamidosulfonyl, N,N-dimethylamidosulfonyl, hydroxymethyl, 1-hydroxyethyl, 2-hydroxyethyl, 2,2,2-trifluoro-1-hydroxyethyl, methoxycarbonyl, ethoxycarbonyl, 5 amidocarbonyl, N-methylamidocarbonyl, N,N-dimethylamidocarbonyl, and cyano;

A is selected from the group consisting of a bond, NH, and N(CH<sub>3</sub>);

M is N or R<sup>1</sup>-C;

R<sup>1</sup> is selected from the group consisting of hydrido, hydroxy, amino, 10 amidino, hydroxyamino, aminomethyl, 1-aminoethyl, methylamino, dimethylamino, cyano, methyl, ethyl, trifluoromethyl, pentafluoroethyl, 2,2,2-trifluoroethyl, methoxy, hydroxymethyl, 1-hydroxyethyl, 2-hydroxyethyl, methoxyamino, methylthio, ethylthio, trifluoromethoxy, 1,1,2,2-tetrafluoroethoxy, fluoro, chloro, and bromo;

15 R<sup>2</sup> is Z<sup>0</sup>-Q;

Z<sup>0</sup> is a bond or CH<sub>2</sub>;

Q is selected from the group consisting of phenyl, 2-thienyl, 3-thienyl, 2-furyl, 3-furyl, 2-pyrrolyl, 3-pyrrolyl, 2-imidazolyl, 4-imidazolyl, 3-pyrazolyl, 4-pyrazolyl, 2-thiazolyl, 3-isoxazolyl, 5-isoxazolyl, 2-pyridyl, 3-pyridyl, 20 4-pyridyl, 2-pyrazinyl, 2-pyrimidinyl, 4-pyrimidinyl, 5-pyrimidinyl, 3-pyridazinyl, 4-pyridazinyl, and 1,3,5-triazin-2-yl, wherein a carbon adjacent to the carbon at the point of attachment of said phenyl or heteroaryl ring to Z<sup>0</sup> is optionally substituted by R<sup>9</sup>, the other carbon adjacent to the carbon at the point of attachment is optionally substituted by R<sup>13</sup>, a carbon adjacent to R<sup>9</sup> and two atoms from the carbon at the point of attachment is optionally substituted by R<sup>10</sup>, a carbon adjacent to R<sup>13</sup> and two atoms from the carbon at the point of attachment is optionally substituted by R<sup>12</sup>, and any carbon adjacent to both R<sup>10</sup> and R<sup>12</sup> is optionally substituted by R<sup>11</sup>;

$R^9$ ,  $R^{11}$ , and  $R^{13}$  are independently selected from the group consisting of hydrido, amidino, guanidino, carboxy, methyl, ethyl, propyl, isopropyl, methoxy, ethoxy, isopropoxy, propoxy, hydroxy, amino, N-methylamino, N,N-dimethylamino, N-ethylamino, methylthio, ethylthio, isopropylthio, 5 trifluoromethyl, pentafluoroethyl, 2,2,2-trifluoroethyl, 2,2,3,3,3-pentafluoropropyl, trifluoromethoxy, 1,1,2,2-tetrafluoroethoxy, fluoro, chloro, bromo, methanesulfonamido, amidosulfonyl, N-methylamidosulfonyl, N,N-dimethylamidosulfonyl, hydroxymethyl, 1-hydroxyethyl, 2-hydroxyethyl, 2,2,2-trifluoro-1-hydroxyethyl, amidocarbonyl, N-methylamidocarbonyl, 10 N,N-dimethylamidocarbonyl, and cyano;

$R^{10}$  and  $R^{12}$  are independently selected from the group consisting of hydrido, amidino, guanidino, carboxy, carboxymethyl, methyl, ethyl, propyl, isopropyl, methoxy, ethoxy, isopropoxy, propoxy, hydroxy, amino, methoxyamino, ethoxyamino, acetamido, trifluoroacetamido, aminomethyl, 15 1-aminoethyl, 2-aminoethyl, N-methylamino, dimethylamino, N-ethylamino, methanesulfonamido, amidosulfonyl, N-methylamidosulfonyl, N,N-dimethylamidosulfonyl, hydroxymethyl, 1-hydroxyethyl, 2-hydroxyethyl, 2,2,2-trifluoro-1-hydroxyethyl, methoxycarbonyl, ethoxycarbonyl, amidocarbonyl, N-methylamidocarbonyl, 20 N,N-dimethylamidocarbonyl, N-benzylamidocarbonyl, N-(2-chlorobenzyl)amidocarbonyl, N-(3-fluorobenzyl)amidocarbonyl, N-(2-trifluoromethylbenzyl)amidocarbonyl, N-(1-phenylethyl)amidocarbonyl, N-(1-methyl-1-phenylethyl)amidocarbonyl, N-benzylamidosulfonyl, N-(2-chlorobenzyl)amidosulfonyl, N-isopropylamidocarbonyl, 25 N-cyclobutylamidocarbonyl, N-cyclopentylamidocarbonyl, fluoro, chloro, bromo, cyano, cyclobutoxy, cyclohexoxy, cyclohexylmethoxy, 4-trifluoromethylcyclohexylmethoxy, cyclopentoxy, benzyl, benzyloxy, 4-bromo-3-fluorophenoxy, 3-bromobenzyloxy, 4-bromobenzyloxy, 4-bromobenzylamino, 5-bromopyrid-2-ylmethylamino, 4-butoxyphenamino, 30 3-chlorobenzyl, 4-chlorophenoxy, 4-chloro-3-ethylphenoxy, 4-chloro-3-ethylbenzylamino, 4-chloro-3-ethylphenylamino, 3-chlorobenzyloxy, 4-chlorobenzyloxy, 4-chlorobenzylsulfonyl, 4-chlorophenylamino, 4-chlorophenylsulfonyl, 5-chloropyrid-3-yloxy, 2-cyanopyrid-3-yloxy, 2,3-difluorobenzyloxy, 2,4-difluorobenzyloxy,

3,4-difluorobenzyl, 2,5-difluorobenzyl, 3,5-difluorophenoxy,  
 3,5-difluorobenzyl, 4-difluoromethoxybenzyl, 2,3-difluorophenoxy,  
 2,4-difluorophenoxy, 2,5-difluorophenoxy, 3,5-dimethylphenoxy,  
 3,4-dimethylphenoxy, 3,4-dimethylbenzyl, 3,5-dimethylbenzyl,  
 5 4-ethoxyphenoxy, 4-ethylbenzyl, 3-ethylphenoxy, 4-ethylaminophenoxy,  
 3-ethyl-5-methylphenoxy, 4-fluorobenzyl,  
 2-fluoro-3-trifluoromethylbenzyl, 3-fluoro-5-trifluoromethylbenzyl,  
 4-fluoro-2-trifluoromethylbenzyl, 4-fluoro-3-trifluoromethylbenzyl,  
 2-fluorophenoxy, 4-fluorophenoxy, 2-fluoro-3-trifluoromethylphenoxy,  
 10 2-fluorobenzyl, 4-fluorophenylamino, 2-fluoro-4-trifluoromethylphenoxy,  
 4-isopropylbenzyl, 3-isopropylphenoxy, 4-isopropylphenoxy,  
 4-isopropyl-3-methylphenoxy, 4-isopropylbenzyl, 3-isopropylphenoxy,  
 4-isopropylphenoxy, 4-isopropyl-3-methylphenoxy, phenylamino,  
 1-phenylethoxy, 2-phenylethoxy, 2-phenylethyl, 2-phenylethylamino,  
 15 phenylsulfonyl, 3-trifluoromethoxybenzyl, 4-trifluoromethoxybenzyl,  
 3-trifluoromethoxyphenoxy, 4-trifluoromethoxyphenoxy,  
 3-trifluoromethylbenzyl, 4-trifluoromethylbenzyl,  
 2,4-bis-trifluoromethylbenzyl, 3-trifluoromethylbenzyl,  
 3,5-bis-trifluoromethylbenzyl, 4-trifluoromethylphenoxy,  
 20 3-trifluoromethylphenoxy, 3-trifluoromethylthiobenzyl,  
 4-trifluoromethylthiobenzyl, 2,3,4-trifluorophenoxy,  
 2,3,5-trifluorophenoxy, 3-pentafluoroethylphenoxy,  
 3-(1,1,2,2-tetrafluoroethoxy)phenoxy, and 3-trifluoromethylthiophenoxy;

$Y^0$  is selected from the group consisting of:

25  $1-Q^b-4-Q^s-2-R^{16}-3-R^{17}-5-R^{18}-6-R^{19}$  benzene,  
 $2-Q^b-5-Q^s-6-R^{17}-4-R^{18}-3-R^{19}$  pyridine,  
 $3-Q^b-6-Q^s-2-R^{16}-5-R^{18}-4-R^{19}$  pyridine,  $2-Q^b-5-Q^s-3-R^{16}-6-R^{18}$  pyrazine,  
 $3-Q^b-6-Q^s-2-R^{18}-5-R^{18}-4-R^{19}$  pyridazine,  
 $2-Q^b-5-Q^s-4-R^{17}-6-R^{18}$  pyrimidine,  $5-Q^b-2-Q^s-4-R^{16}-6-R^{19}$  pyrimidine,  
 30  $3-Q^b-5-Q^s-4-R^{16}-2-R^{19}$  thiophene,  $2-Q^b-5-Q^s-3-R^{16}-4-R^{17}$  thiophene,

$3\text{-}Q^{\text{b}}\text{-}5\text{-}Q^{\text{s}}\text{-}4\text{-}R^{16}\text{-}2\text{-}R^{19}$  furan,  $2\text{-}Q^{\text{b}}\text{-}5\text{-}Q^{\text{s}}\text{-}3\text{-}R^{16}\text{-}4\text{-}R^{17}$  furan,  
 $3\text{-}Q^{\text{b}}\text{-}5\text{-}Q^{\text{s}}\text{-}4\text{-}R^{16}\text{-}2\text{-}R^{19}$  pyrrole,  $2\text{-}Q^{\text{b}}\text{-}5\text{-}Q^{\text{s}}\text{-}3\text{-}R^{16}\text{-}4\text{-}R^{17}$  pyrrole,  
 $4\text{-}Q^{\text{b}}\text{-}2\text{-}Q^{\text{s}}\text{-}5\text{-}R^{19}$  imidazole,  $2\text{-}Q^{\text{b}}\text{-}4\text{-}Q^{\text{s}}\text{-}5\text{-}R^{17}$  imidazole,  
 $3\text{-}Q^{\text{b}}\text{-}5\text{-}Q^{\text{s}}\text{-}4\text{-}R^{16}$  isoxazole,  $5\text{-}Q^{\text{b}}\text{-}3\text{-}Q^{\text{s}}\text{-}4\text{-}R^{16}$  isoxazole,  
5     $2\text{-}Q^{\text{b}}\text{-}5\text{-}Q^{\text{s}}\text{-}4\text{-}R^{16}$  pyrazole,  $4\text{-}Q^{\text{b}}\text{-}2\text{-}Q^{\text{s}}\text{-}5\text{-}R^{19}$  thiazole, and  
       $2\text{-}Q^{\text{b}}\text{-}5\text{-}Q^{\text{s}}\text{-}4\text{-}R^{17}$  thiazole;

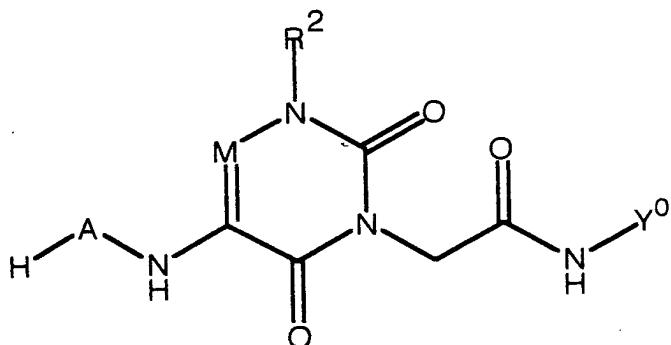
$R^{16}$ ,  $R^{17}$ ,  $R^{18}$ , and  $R^{19}$  are independently selected from the group consisting of hydrido, methyl, ethyl, isopropyl, propyl, carboxy, amidino, guanidino, methoxy, ethoxy, isopropoxy, propoxy, hydroxy, amino,  
10    aminomethyl, 1-aminoethyl, 2-aminoethyl, N-methylamino, dimethylamino, N-ethylamino, methylthio, ethylthio, isopropylthio, trifluoromethylthio, methylsulfinyl, ethylsulfinyl, methylsulfonyl, ethylsulfonyl, trifluoromethyl, pentafluoroethyl, 2,2,2-trifluoroethyl, 2,2,3,3,3-pentafluoropropyl, trifluoromethoxy, 1,1,2,2-tetrafluoroethoxy, fluoro, chloro, bromo,  
15    hydroxymethyl, 1-hydroxyethyl, 2-hydroxyethyl, and cyano;

$R^{16}$  or  $R^{19}$  is optionally selected from the group consisting of  $NR^{20}R^{21}$ ,  $N(R^{26})C(NR^{25})N(R^{23})(R^{24})$ , and  $C(NR^{25})NR^{23}R^{24}$ , with the proviso that  $R^{16}$ ,  $R^{19}$ , and  $Q^{\text{b}}$  are not simultaneously hydrido;

$Q^{\text{b}}$  is selected from the group consisting of  $NR^{20}R^{21}$ , hydrido,  
20     $C(NR^{25})NR^{23}R^{24}$ , and  $N(R^{26})C(NR^{25})N(R^{23})(R^{24})$ , with the proviso that no more than one of  $R^{20}$ ,  $R^{21}$ ,  $R^{23}$ , and  $R^{24}$  can be hydroxy, when any two of the group consisting of  $R^{20}$ ,  $R^{21}$ ,  $R^{23}$ , and  $R^{24}$  are bonded to the same atom and with the further proviso that said  $Q^{\text{b}}$  group is bonded directly to a carbon atom;

$R^{20}$ ,  $R^{21}$ ,  $R^{23}$ ,  $R^{24}$ ,  $R^{25}$ , and  $R^{26}$  are independently selected from the group consisting of hydrido, methyl, ethyl, propyl, butyl, isopropyl, and hydroxy;  $Q^S$  is selected from the group consisting of a bond,  $CH_2$ , and  $CH_2CH_2$ .

5 6. Compound of Claim 4 of the Formula:



or a pharmaceutically acceptable salt thereof, wherein;

A is selected from the group consisting of  $CH_2N(CH_3)$ ,

$CH_2N(CH_2CH_3)$ ,  $CH_2CH_2N(CH_3)$ , and  $CH_2CH_2N(CH_2CH_3)$ ;

10 M is N or  $R^1-C$ ;

$R^1$  is selected from the group consisting of hydrido, hydroxy, amino, amidino, hydroxyamino, aminomethyl, 1-aminoethyl, methylamino, dimethylamino, cyano, methyl, ethyl, trifluoromethyl, pentafluoroethyl, 2,2,2-trifluoroethyl, methoxy, hydroxymethyl, 1-hydroxyethyl, 2-hydroxyethyl,

15 methoxyamino, methylthio, ethylthio, trifluoromethoxy, 1,1,2,2-tetrafluoroethoxy, fluoro, chloro, and bromo;

$R^2$  is  $Z^0-Q$ ;

$Z^0$  is a bond or  $CH_2$ ;

Q is selected from the group consisting of phenyl, 2-thienyl, 3-thienyl, 20 2-furyl, 3-furyl, 2-pyrrolyl, 3-pyrrolyl, 2-imidazolyl, 4-imidazolyl, 3-pyrazolyl, 4-pyrazolyl, 2-thiazolyl, 3-isoxazolyl, 5-isoxazolyl, 2-pyridyl, 3-pyridyl, 4-pyridyl, 2-pyrazinyl, 2-pyrimidinyl, 4-pyrimidinyl, 5-pyrimidinyl, 3-pyridazinyl, 4-pyridazinyl, and 1,3,5-triazin-2-yl, wherein a carbon adjacent to the carbon at the point of attachment of said phenyl or heteroaryl ring to  $Z^0$  is

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optionally substituted by  $R^9$ , the other carbon adjacent to the carbon at the point of attachment is optionally substituted by  $R^{13}$ , a carbon adjacent to  $R^9$  and two atoms from the carbon at the point of attachment is optionally substituted by  $R^{10}$ , a carbon adjacent to  $R^{13}$  and two atoms from the carbon at the point of attachment is optionally substituted by  $R^{12}$ , and any carbon adjacent to both  $R^{10}$  and  $R^{12}$  is optionally substituted by  $R^{11}$ ;

$R^9, R^{11},$  and  $R^{13}$  are independently selected from the group consisting of hydrido, amidino, guanidino, carboxy, methyl, ethyl, propyl, isopropyl, methoxy, ethoxy, isopropoxy, propoxy, hydroxy, amino, N-methylamino, N,N-dimethylamino, N-ethylamino, methylthio, ethylthio, isopropylthio, trifluoromethyl, pentafluoroethyl, 2,2,2-trifluoroethyl, 2,2,3,3,3-pentafluoropropyl, trifluoromethoxy, 1,1,2,2-tetrafluoroethoxy, fluoro, chloro, bromo, methanesulfonamido, amidosulfonyl, N-methylamidosulfonyl, N,N-dimethylamidosulfonyl, hydroxymethyl, 1-hydroxyethyl, 2-hydroxyethyl, 2,2,2-trifluoro-1-hydroxyethyl, amidocarbonyl, N-methylamidocarbonyl, N,N-dimethylamidocarbonyl, and cyano;

$R^{10}$  and  $R^{12}$  are independently selected from the group consisting of hydrido, amidino, guanidino, carboxy, carboxymethyl, methyl, ethyl, propyl, isopropyl, methoxy, ethoxy, isopropoxy, propoxy, hydroxy, amino, methoxyamino, ethoxyamino, acetamido, trifluoroacetamido, aminomethyl, 1-aminoethyl, 2-aminoethyl, N-methylamino, dimethylamino, N-ethylamino, methanesulfonamido, amidosulfonyl, N-methylamidosulfonyl, N,N-dimethylamidosulfonyl, hydroxymethyl, 1-hydroxyethyl, 2-hydroxyethyl, 2,2,2-trifluoro-1-hydroxyethyl, methoxycarbonyl, ethoxycarbonyl, amidocarbonyl, N-methylamidocarbonyl, N,N-dimethylamidocarbonyl, N-benzylamidocarbonyl, N-(2-chlorobenzyl)amidocarbonyl, N-(3-fluorobenzyl)amidocarbonyl, N-(2-trifluoromethylbenzyl)amidocarbonyl, N-(1-phenylethyl)amidocarbonyl, N-(1-methyl-1-phenylethyl)amidocarbonyl, N-benzylamidosulfonyl, N-(2-chlorobenzyl)amidosulfonyl, N-isopropylamidocarbonyl, N-cyclobutylamidocarbonyl,

N-cyclopentylamidocarbonyl, fluoro, chloro, bromo, cyano, cyclobutoxy,  
 cyclohexoxy, cyclohexylmethoxy, 4-trifluoromethylcyclohexylmethoxy,  
 cyclopentoxy, benzyl, benzyloxy, 4-bromo-3-fluorophenoxy,  
 3-bromobenzyloxy, 4-bromobenzyloxy, 4-bromobenzylamino,  
 5 5-bromopyrid-2-ylmethylamino, 4-butoxyphenamino, 3-chlorobenzyl,  
 4-chlorophenoxy, 4-chloro-3-ethylphenoxy, 4-chloro-3-ethylbenzylamino,  
 4-chloro-3-ethylphenylamino, 3-chlorobenzyloxy, 4-chlorobenzyloxy,  
 4-chlorobenzylsulfonyl, 4-chlorophenylamino, 4-chlorophenylsulfonyl,  
 5-chloropyrid-3-yloxy, 2-cyanopyrid-3-yloxy, 2,3-difluorobenzyloxy,  
 10 2,4-difluorobenzyloxy, 3,4-difluorobenzyloxy, 2,5-difluorobenzyloxy,  
 3,5-difluorophenoxy, 3,5-difluorobenzyloxy, 4-difluoromethoxybenzyloxy,  
 2,3-difluorophenoxy, 2,4-difluorophenoxy, 2,5-difluorophenoxy,  
 3,5-dimethylphenoxy, 3,4-dimethylphenoxy, 3,4-dimethylbenzyloxy,  
 3,5-dimethylbenzyloxy, 4-ethoxyphenoxy, 4-ethylbenzyloxy, 3-ethylphenoxy,  
 15 4-ethylaminophenoxy, 3-ethyl-5-methylphenoxy, 4-fluorobenzyloxy,  
 2-fluoro-3-trifluoromethylbenzyloxy, 3-fluoro-5-trifluoromethylbenzyloxy,  
 4-fluoro-2-trifluoromethylbenzyloxy, 4-fluoro-3-trifluoromethylbenzyloxy,  
 2-fluorophenoxy, 4-fluorophenoxy, 2-fluoro-3-trifluoromethylphenoxy,  
 2-fluorobenzyloxy, 4-fluorophenylamino, 2-fluoro-4-trifluoromethylphenoxy,  
 20 4-isopropylbenzyloxy, 3-isopropylphenoxy, 4-isopropylphenoxy,  
 4-isopropyl-3-methylphenoxy, 4-isopropylbenzyloxy, 3-isopropylphenoxy,  
 4-isopropylphenoxy, 4-isopropyl-3-methylphenoxy, phenylamino,  
 1-phenylethoxy, 2-phenylethoxy, 2-phenylethyl, 2-phenylethylamino,  
 phenylsulfonyl, 3-trifluoromethoxybenzyloxy, 4-trifluoromethoxybenzyloxy,  
 25 3-trifluoromethoxyphenoxy, 4-trifluoromethoxyphenoxy,  
 3-trifluoromethylbenzyloxy, 4-trifluoromethylbenzyloxy,  
 2,4-bis-trifluoromethylbenzyloxy, 3-trifluoromethylbenzyl,  
 3,5-bis-trifluoromethylbenzyloxy, 4-trifluoromethylphenoxy,  
 3-trifluoromethylphenoxy, 3-trifluoromethylthiobenzyloxy,  
 30 4-trifluoromethylthiobenzyloxy, 2,3,4-trifluorophenoxy, 2,3,5-trifluorophenoxy,  
 3-pentafluoroethylphenoxy, 3-(1,1,2,2-tetrafluoroethoxy)phenoxy, and  
 3-trifluoromethylthiophenoxy;

$Y^0$  is selected from the group consisting of:

$1-Q^{16} \overset{b}{-} Q^{17} \overset{s}{-} 2-R^{16} \overset{17}{-} 3-R^{17} \overset{18}{-} 5-R^{18} \overset{19}{-} 6-R^{19}$  benzene,

$2\text{-Q}^{\text{b}}\text{-5-Q}^{\text{s}}\text{-6-R}^{17}\text{-4-R}^{18}\text{-3-R}^{19}$  pyridine,  
 $3\text{-Q}^{\text{b}}\text{-6-Q}^{\text{s}}\text{-2-R}^{16}\text{-5-R}^{18}\text{-4-R}^{19}$  pyridine,  $2\text{-Q}^{\text{b}}\text{-5-Q}^{\text{s}}\text{-3-R}^{16}\text{-6-R}^{18}$  pyrazine,  
 $3\text{-Q}^{\text{b}}\text{-6-Q}^{\text{s}}\text{-2-R}^{18}\text{-5-R}^{18}\text{-4-R}^{19}$  pyridazine,  
 $2\text{-Q}^{\text{b}}\text{-5-Q}^{\text{s}}\text{-4-R}^{17}\text{-6-R}^{18}$  pyrimidine,  $5\text{-Q}^{\text{b}}\text{-2-Q}^{\text{s}}\text{-4-R}^{16}\text{-6-R}^{19}$  pyrimidine,  
5     $3\text{-Q}^{\text{b}}\text{-5-Q}^{\text{s}}\text{-4-R}^{16}\text{-2-R}^{19}$  thiophene,  $2\text{-Q}^{\text{b}}\text{-5-Q}^{\text{s}}\text{-3-R}^{16}\text{-4-R}^{17}$  thiophene,  
       $3\text{-Q}^{\text{b}}\text{-5-Q}^{\text{s}}\text{-4-R}^{16}\text{-2-R}^{19}$  furan,  $2\text{-Q}^{\text{b}}\text{-5-Q}^{\text{s}}\text{-3-R}^{16}\text{-4-R}^{17}$  furan,  
       $3\text{-Q}^{\text{b}}\text{-5-Q}^{\text{s}}\text{-4-R}^{16}\text{-2-R}^{19}$  pyrrole,  $2\text{-Q}^{\text{b}}\text{-5-Q}^{\text{s}}\text{-3-R}^{16}\text{-4-R}^{17}$  pyrrole,  
       $4\text{-Q}^{\text{b}}\text{-2-Q}^{\text{s}}\text{-5-R}^{19}$  imidazole,  $2\text{-Q}^{\text{b}}\text{-4-Q}^{\text{s}}\text{-5-R}^{17}$  imidazole,  
       $3\text{-Q}^{\text{b}}\text{-5-Q}^{\text{s}}\text{-4-R}^{16}$  isoxazole,  $5\text{-Q}^{\text{b}}\text{-3-Q}^{\text{s}}\text{-4-R}^{16}$  isoxazole,  
10     $2\text{-Q}^{\text{b}}\text{-5-Q}^{\text{s}}\text{-4-R}^{16}$  pyrazole,  $4\text{-Q}^{\text{b}}\text{-2-Q}^{\text{s}}\text{-5-R}^{19}$  thiazole, and  
       $2\text{-Q}^{\text{b}}\text{-5-Q}^{\text{s}}\text{-4-R}^{17}$  thiazole;

$\text{R}^{16}$ ,  $\text{R}^{17}$ ,  $\text{R}^{18}$ , and  $\text{R}^{19}$  are independently selected from the group consisting of hydrido, methyl, ethyl, isopropyl, propyl, amidino, guanidino, methoxy, ethoxy, isopropoxy, propoxy, hydroxy, amino, aminomethyl, 1-aminoethyl, 2-aminoethyl, N-methylamino, dimethylamino, N-ethylamino, methylthio, ethylthio, isopropylthio, trifluoromethylthio, methylsulfinyl, ethylsulfinyl, methylsulfonyl, ethylsulfonyl, trifluoromethyl, pentafluoroethyl, 2,2,2-trifluoroethyl, 2,2,3,3,3-pentafluoropropyl, trifluoromethoxy, 1,1,2,2-tetrafluoroethoxy, fluoro, chloro, bromo, hydroxymethyl, 1-hydroxyethyl, 2-hydroxyethyl, and cyano;

$\text{Q}^{\text{b}}$  is selected from the group consisting of  $\text{NR}^{20}\text{R}^{21}$ ,  $\text{C}(\text{NR}^{25})\text{NR}^{23}\text{R}^{24}$ , and  $\text{N}(\text{R}^{26})\text{C}(\text{NR}^{25})\text{N}(\text{R}^{23})(\text{R}^{24})$ , with the proviso that no more than one of  $\text{R}^{20}$ ,  $\text{R}^{21}$ ,  $\text{R}^{23}$ , and  $\text{R}^{24}$  can be hydroxy, when any two of the group consisting of  $\text{R}^{20}$ ,  $\text{R}^{21}$ ,  $\text{R}^{23}$ , and  $\text{R}^{24}$  are bonded to the same

atom, and with the further proviso that said Q<sup>b</sup> group is bonded directly to a carbon atom;

R<sup>20</sup>, R<sup>21</sup>, R<sup>23</sup>, R<sup>24</sup>, R<sup>25</sup>, and R<sup>26</sup> are independently selected from the group consisting of hydrido, methyl, ethyl, propyl, butyl, isopropyl, and hydroxy;

Q<sup>s</sup> is selected from the group consisting of a bond, CH<sub>2</sub>, and CH<sub>2</sub>CH<sub>2</sub>.

7. Compound of Claim 6 or a pharmaceutically acceptable salt thereof, wherein;

A is selected from the group consisting of CH<sub>2</sub>N(CH<sub>3</sub>),

10 CH<sub>2</sub>N(CH<sub>2</sub>CH<sub>3</sub>), CH<sub>2</sub>CH<sub>2</sub>N(CH<sub>3</sub>), and CH<sub>2</sub>CH<sub>2</sub>N(CH<sub>2</sub>CH<sub>3</sub>);

M is N or R<sup>1</sup>-C;

R<sup>1</sup> is selected from the group consisting of hydrido, hydroxy, amino, amidino, hydroxyamino, aminomethyl, methylamino, cyano, methyl, trifluoromethyl, methoxy, hydroxymethyl, methoxyamino, methylthio,

15 trifluoromethoxy, fluoro, and chloro;

R<sup>2</sup> is Z<sup>0</sup>-Q;

Z<sup>0</sup> is a bond or CH<sub>2</sub>;

Q is selected from the group consisting of

3-amidocarbonyl-5-aminophenyl, 3-amino-5-(N-benzylamidocarbonyl)phenyl,

20 3-amino-5-benzylphenyl, 3-amino-5-(2-phenylethyl)phenyl,

3-amino-5-benzylaminophenyl, 3-amino-5-(2-phenylethylamino)phenyl,

3-amino-5-benzyloxyphenyl, 3-amino-5-(2-phenylethoxy)phenyl,

3-amino-5-(N-(2-chlorobenzyl)amidocarbonyl)phenyl,

3-amino-5-(N-(3-fluorobenzyl)amidocarbonyl)phenyl,

25 3-amino-5-(N-(2-trifluoromethylbenzyl)amidocarbonyl)phenyl,

3-amino-5-(N-(1-phenylethyl)amidocarbonyl)phenyl,

3-amino-5-(N-(1-methyl-1-phenylethyl)amidocarbonyl)phenyl,

3-amino-5-(N-benzylamidosulfonyl)phenyl,

-amino-5-(N-(2-chlorobenzyl)amidosulfonyl)phenyl,

30 3-amino-5-(N-ethylamidocarbonyl)phenyl,

3-amino-5-(N-isopropylamidocarbonyl)phenyl,

3-amino-5-(N-propylamidocarbonyl)phenyl,

3-amino-5-(N-isobutylamidocarbonyl)phenyl,

3-amino-5-(N-(2-butyl)amidocarbonyl)phenyl,

5 3-amino-5-(N-cyclobutylamidocarbonyl)phenyl,

3-amino-5-(N-cyclopentylamidocarbonyl)phenyl,

3-amino-5-(N-cyclohexylamidocarbonyl)phenyl,

### 5-amino-2-fluorophenyl, 3-amino-5-hydroxymethylphenyl,

5-amino-3-methoxycarbonylphenyl, 3-amidinophenyl,

10 3-amino-2-methylphenyl, 5-amino-2-methylthiophenyl, 3-aminophenyl,

3-carboxyphenyl, 3-carboxy-5-hydroxyphenyl, 3-amino-5-carboxyphenyl,

3-chlorophenyl, 2-chlorophenyl, 3-cyanophenyl, 3,5-diaminophenyl,

3-dimethylaminophenyl, 2-fluorophenyl, 3-fluorophenyl, 2-hydroxyphenyl,

3-hydroxyphenyl, 3-methanesulfonylaminophenyl, 2-methoxyphenyl,

3-methoxyphenyl, 3-methoxyaminophenyl, 3-methoxycarbonylphenyl

2-methylaminophenyl, 3-methylaminophenyl, 2-methylphenyl, 3-methy

4-methylphenyl, phenyl, 3-trifluoroacetamidophenyl, 3-trifluoromethylphenyl,

2-trifluoromethylphenyl, 5-amino-2-thienyl, 5-amino-3-thienyl,

3-bromo-2-thienyl, 3-pyridyl, 4-pyridyl, 2-thienyl, and 3-thienyl

20  $Y^0$  is selected from the group consisting of:

$1-Q^b-4-Q^s-2-R^{16}-3-R^{17}-5-R^{18}-6-R^{19}$  benzene,

$2\text{-Q}^{\text{b}}\text{-}5\text{-Q}^{\text{s}}\text{-}6\text{-R}^{17}\text{-}4\text{-R}^{18}\text{-}3\text{-R}^{19}$  pyridine,

$3\text{-Q}^{\text{b}}\text{-}6\text{-Q}^{\text{s}}\text{-}2\text{-R}^{16}\text{-}5\text{-R}^{18}\text{-}4\text{-R}^{19}$  pyridine,

3-Q<sup>b</sup>-5-Q<sup>s</sup>-4-R<sup>16</sup>-2-R<sup>19</sup>thiophene, and 2-Q<sup>b</sup>-5-Q<sup>s</sup>-3-R<sup>16</sup>-4-R<sup>17</sup>thiophene;

<sup>25</sup> R<sup>16</sup> and R<sup>19</sup> are independently selected from the group consisting of

hydrido, amidino, amino, aminomethyl, methoxy, methylamino, hydroxy, hydroxymethyl, fluoro, chloro, and cyano;

$R^{17}$  and  $R^{18}$  are independently selected from the group consisting of hydrido, fluoro, chloro, hydroxy, hydroxymethyl, amino, carboxy, and cyano;

30                   Q<sup>b</sup> is C(NR<sup>25</sup>)NR<sup>23</sup>R<sup>24</sup>;

$R^{23}$ ,  $R^{24}$ , and  $R^{25}$  are independently selected from the group consisting of hydrido and methyl;

$Q^S$  is  $CH_2$ .

5 8. Compound of Claim 7 or a pharmaceutically acceptable salt thereof where said compound is selected from the group consisting of:

2-[3-[1-[3-aminophenyl]-N-[[4-aminoiminomethylphenyl]methyl]-5-[N,N-dimethylhydrazino]-2,4-dioxo-2(2H,4H)-pyrimidinyl]]acetamide;

10 2-[3-[1-[3-aminophenyl]-5-[N-ethyl-N-methylhydrazino]-N-[[4-aminoiminomethylphenyl]methyl]-2,4-dioxo-2(2H,4H)-pyrimidinyl]]acetamide;

15 2-[3-[1-[3-aminophenyl]-6-fluoro-5-[N,N-diethylhydrazino]-N-[[4-aminoiminomethylphenyl]methyl]-2,4-dioxo-2(2H,4H)-pyrimidinyl]]acetamide;

20 2-[4-[2-[3-aminophenyl]-N-[[4-aminoiminomethylphenyl]methyl]-6-[N,N-dimethylhydrazino]-3,5-dioxo-2(3H,5H)-1,2,4-triazinyl]]acetamide;

25 2-[4-[2-[3-aminophenyl]-6-[N-ethyl-N-methylhydrazino]-N-[[4-aminoiminomethylphenyl]methyl]-3,5-dioxo-2(3H,5H)-1,2,4-triazinyl]]acetamide;

30 2-[4-[2-[3-aminophenyl]-6-[N,N-diethylhydrazino]-N-[[4-aminoiminomethylphenyl]methyl]-3,5-dioxo-2(3H,5H)-1,2,4-triazinyl]]acetamide;

2-[3-[1-[3-amino-5-carboxyphenyl]-N-[[4-aminoiminomethylphenyl]methyl]-5-[N,N-dimethylhydrazino]-2,4-dioxo-2(2H,4H)-pyrimidinyl]]acetamide;

2-[3-[1-[3-amino-5-carboxyphenyl]-5-[N-ethyl-N-methylhydrazino]-N-[[4-aminoiminomethylphenyl]methyl]-2,4-dioxo-2(2H,4H)-pyrimidinyl]]acetamide;

35 2-[3-[1-[3-amino-5-carboxyphenyl]-6-fluoro-5-[N,N-diethylhydrazino]-N-[[4-aminoiminomethylphenyl]methyl]-2,4-dioxo-2(2H,4H)-pyrimidinyl]]acetamide;

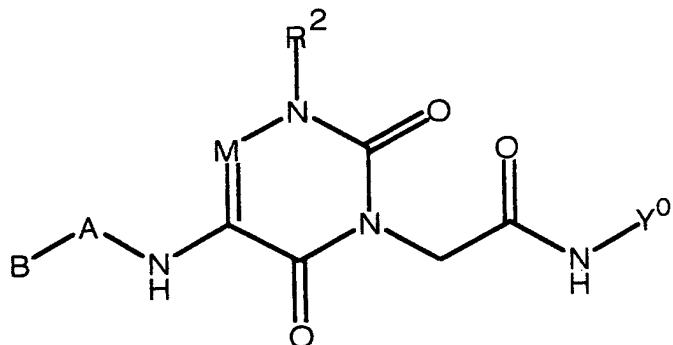
2-[4-[2-[3-amino-5-carboxyphenyl]-N-[[4-aminoiminomethylphenyl]methyl]-6-[N,N-dimethylhydrazino]-3,5-dioxo-2(3H,5H)-1,2,4-triazinyl]]acetamide;

2-[4-[2-[3-amino-5-carboxyphenyl]-6-[N-ethyl-N-methylhydrazino]-N-[[4-aminoiminomethylphenyl]methyl]-3,5-dioxo-2(3H,5H)-1,2,4-triazinyl]]acetamide;

2-[4-[2-[3-amino-5-carboxyphenyl]-6-[N,N-diethylhydrazino]-N-[[4-aminoiminomethylphenyl]methyl]-3,5-dioxo-2(3H,5H)-1,2,4-triazinyl]]acetamide.

10

## 9. Compound of Claim 2 of the Formula:



or a pharmaceutically acceptable salt thereof, wherein;

B is phenyl or a heteroaryl of 5 or 6 ring members, wherein a carbon adjacent to the carbon at the point of attachment of said phenyl or heteroaryl ring to A is optionally substituted by R<sup>32</sup>, the other carbon adjacent to the carbon at the point of attachment is optionally substituted by R<sup>36</sup>, a carbon adjacent to R<sup>32</sup> and two atoms from the carbon at the point of attachment is optionally substituted by R<sup>33</sup>, a carbon adjacent to R<sup>36</sup> and two atoms from the carbon at the point of attachment is optionally substituted by R<sup>35</sup>, and any carbon adjacent to both R<sup>33</sup> and R<sup>35</sup> is optionally substituted by R<sup>34</sup>;

R<sup>32</sup>, R<sup>33</sup>, R<sup>34</sup>, R<sup>35</sup>, and R<sup>36</sup> are independently selected from the group consisting of hydrido, acetamido, haloacetamido, amidino, guanidino, alkoxy, hydroxy, amino, alkoxyamino, alkylamino, alkylthio, amidosulfonyl,

alkyl, halo, haloalkyl, haloalkoxy, hydroxyalkyl, hydroxyhaloalkyl, carboalkoxy, carboxy, carboxamido, cyano, and Q<sup>b</sup>;

A is a bond or (CH(R<sup>15</sup>))<sub>pa</sub>-(W<sup>7</sup>)<sub>rr</sub> wherein rr is 0 or 1, pa is an integer selected from 0 through 3, and W<sup>7</sup> is (R<sup>7</sup>)NC(O) or N(R<sup>7</sup>);

5 R<sup>7</sup> is selected from the group consisting of hydrido, hydroxy and alkyl;

R<sup>15</sup> is selected from the group consisting of hydrido, halo, alkyl, and haloalkyl;

M is N or R<sup>1</sup>-C;

10 R<sup>1</sup> is selected from the group consisting of hydrido, hydroxy, hydroxyamino, amidino, amino, cyano, hydroxyalkyl, alkoxy, alkyl, alkylamino, aminoalkyl, alkylthio, alkoxyamino, haloalkyl, haloalkoxy, and halo;

R<sup>2</sup> is Z<sup>0</sup>-Q;

Z<sup>0</sup> is selected from the group consisting of a bond, CH<sub>2</sub>, CH<sub>2</sub>CH<sub>2</sub>, W<sup>0</sup>-(CH(R<sup>42</sup>))<sub>p</sub> wherein p is 0 or 1 and W<sup>0</sup> is selected from the group consisting of O, S, and N(R<sup>41</sup>);

15 R<sup>41</sup> and R<sup>42</sup> are independently hydrido or alkyl;

Q is phenyl or a heteroaryl of 5 or 6 ring members, wherein a carbon adjacent to the carbon at the point of attachment of said phenyl or heteroaryl ring to Z<sup>0</sup> is optionally substituted by R<sup>9</sup>, the other carbon adjacent to the 20 carbon at the point of attachment is optionally substituted by R<sup>13</sup>, a carbon adjacent to R<sup>9</sup> and two atoms from the carbon at the point of attachment is optionally substituted by R<sup>10</sup>, a carbon adjacent to R<sup>13</sup> and two atoms from the carbon at the point of attachment is optionally substituted by R<sup>12</sup>, and any carbon adjacent to both R<sup>10</sup> and R<sup>12</sup> is optionally substituted by R<sup>11</sup>;

$R^9$ ,  $R^{11}$ , and  $R^{13}$  are independently selected from the group consisting of hydrido, hydroxy, amino, amidino, guanidino, alkylamino, alkylthio, alkylsulfonamido, alkylsulfinyl, alkylsulfonyl, amidosulfonyl, alkyl, alkoxy, halo, haloalkyl, haloalkoxy, hydroxyalkyl, hydroxyhaloalkyl, carboxy, 5 carboxamido, and cyano;

$R^{10}$  and  $R^{12}$  are independently selected from the group consisting of hydrido, acetamido, haloacetamido, amidino, guanidino, alkyl, aryl, aralkyl, cycloalkyl, cycloalkylalkyl, heteraryl, heterocyclyl, alkoxy, cycloalkoxy, cycloalkylalkoxy, aralkoxy, aryloxy, heteroaryloxy, 10 heteroaralkoxy, heterocyclyoxy, heterocyclalkoxy, hydroxy, amino, alkoxyamino, alkylamino, arylamino, aralkylamino, heteroarylalmino, heteroaralkylamino, heterocyclamino, heterocyclalkylamino, alkylsulfonamido, amidosulfonyl, arylsulfinyl, aralkylsulfinyl, cycloalkylsulfinyl, heteroarylsulfinyl, arylsulfonyl, aralkylsulfonyl, 15 cycloalkylsulfonyl, heteroarylsulfonyl, hydroxyalkyl, hydroxyhaloalkyl, aminoalkyl, carboalkoxy, carboxy, carboxyalkyl, carboxamido, halo, haloalkyl, and cyano;

$Y^0$  is phenyl or a heteroaryl of 5 or 6 ring members, wherein one carbon of said phenyl or said heteroaryl is substituted by  $Q^S$ , a carbon two or three atoms from the point of attachment of  $Q^S$  to said phenyl or said heteroaryl is substituted by  $Q^b$ , a carbon adjacent to the point of attachment of  $Q^S$  is optionally substituted by  $R^{17}$ , another carbon adjacent to the point of attachment of  $Q^S$  is optionally substituted by  $R^{18}$ , a carbon adjacent to  $Q^b$  is optionally substituted by  $R^{16}$ , and another carbon adjacent to  $Q^b$  is optionally 20 substituted by  $R^{19}$ ;

$R^{16}$ ,  $R^{17}$ ,  $R^{18}$ , and  $R^{19}$  are independently selected from the group consisting of hydrido, amidino, guanidino, carboxy, haloalkylthio, alkoxy, hydroxy, amino, alkylamino, alkylthio, alkylsulfinyl, alkylsulfonyl, alkanoyl,

haloalkanoyl, alkyl, halo, haloalkyl, haloalkoxy, hydroxyalkyl, aminoalkyl, and cyano;

$R^{16}$  or  $R^{19}$  is optionally  $NR^{20}R^{21}$  or  $C(NR^{25})NR^{23}R^{24}$ , with the

proviso that  $R^{16}$ ,  $R^{19}$ , and  $Q^b$  are not simultaneously hydrido;

5        $Q^b$  is selected from the group consisting of  $NR^{20}R^{21}$ , hydrido, and  
 $C(NR^{25})NR^{23}R^{24}$ , with the proviso that no more than one of  $R^{20}$  and  $R^{21}$  is  
hydroxy at the same time and with the further proviso that no more than one of  $R^{23}$   
and  $R^{24}$  is hydroxy at the same time;

10       $R^{20}$ ,  $R^{21}$ ,  $R^{23}$ ,  $R^{24}$ , and  $R^{25}$  are independently selected from the group  
consisting of hydrido, alkyl, and hydroxy;  
 $Q^s$  is selected from the group consisting of a bond,  $CH_2$ , and  
 $CH_2CH_2$ .

15      10. Compound of Claim 9 or a pharmaceutically acceptable salt thereof,  
wherein;  
B is selected from the group consisting of phenyl, 2-thienyl, 3-thienyl,  
2-furyl, 3-furyl, 2-pyrrolyl, 3-pyrrolyl, 2-imidazolyl, 4-imidazolyl, 3-pyrazolyl,  
4-pyrazolyl, 2-thiazolyl, 3-isoxazolyl, 5-isoxazolyl, 2-pyridyl, 3-pyridyl,  
4-pyridyl, 2-pyrazinyl, 2-pyrimidinyl, 4-pyrimidinyl, 5-pyrimidinyl,  
20      3-pyridazinyl, 4-pyridazinyl, and 1,3,5-triazin-2-yl, wherein a carbon adjacent to  
the carbon at the point of attachment of said phenyl or heteroaryl ring to A is  
optionally substituted by  $R^{32}$ , the other carbon adjacent to the carbon at the  
point of attachment is optionally substituted by  $R^{36}$ , a carbon adjacent to  $R^{32}$   
and two atoms from the carbon at the point of attachment is optionally  
25      substituted by  $R^{33}$ , a carbon adjacent to  $R^{36}$  and two atoms from the carbon at

the point of attachment is optionally substituted by  $R^{35}$ , and any carbon

adjacent to both  $R^{33}$  and  $R^{35}$  is optionally substituted by  $R^{34}$ ;

$R^{32}$ ,  $R^{33}$ ,  $R^{34}$ ,  $R^{35}$ , and  $R^{36}$  are independently selected from the

group consisting of hydrido, amidino, guanidino, carboxy, methoxy, ethoxy,

5 isopropoxy, propoxy, hydroxy, amino, methoxyamino, ethoxyamino, acetamido, trifluoroacetamido, N-methylamino, dimethylamino, N-ethylamino, methylthio, ethylthio, isopropylthio, trifluoromethyl, pentafluoroethyl, 2,2,2-trifluoroethyl, 2,2,3,3,3-pentafluoropropyl, trifluoromethoxy, 1,1,2,2-tetrafluoroethoxy, fluoro, chloro, bromo, amidosulfonyl, N-methylamidosulfonyl,

10 N,N-dimethylamidosulfonyl, hydroxymethyl, 1-hydroxyethyl, 2-hydroxyethyl, 2,2,2-trifluoro-1-hydroxyethyl, methoxycarbonyl, ethoxycarbonyl, amidocarbonyl, N-methylamidocarbonyl, N,N-dimethylamidocarbonyl, cyano, and  $Q^b$ ;

A is selected from the group consisting of a bond, NH,  $N(CH_3)$ ,

15  $N(OH)$ ,  $CH_2$ ,  $CH_3CH$ ,  $CF_3CH$ ,  $NHC(O)$ ,  $N(CH_3)C(O)$ ,  $C(O)NH$ ,

$C(O)N(CH_3)$ ,  $CH_2CH_2$ ,  $CH_2CH_2CH_2$ ,  $CH_3CHCH_2$ , and  $CF_3CHCH_2$ ;

M is N or  $R^1-C$ ;

$R^1$  is selected from the group consisting of hydrido, hydroxy, amino, amidino, hydroxyamino, aminomethyl, 1-aminoethyl, methylamino,

20 dimethylamino, cyano, methyl, ethyl, trifluoromethyl, pentafluoroethyl, 2,2,2-trifluoroethyl, methoxy, hydroxymethyl, 1-hydroxyethyl, 2-hydroxyethyl, methoxyamino, methylthio, ethylthio, trifluoromethoxy, 1,1,2,2-tetrafluoroethoxy, fluoro, chloro, and bromo;

$R^2$  is  $Z^0-Q$ ;

25  $Z^0$  is selected from the group consisting of a bond,  $CH_2$ ,  $CH_2CH_2$ , O,

S, NH,  $N(CH_3)$ ,  $OCH_2$ ,  $SCH_2$ ,  $N(H)CH_2$ , and  $N(CH_3)CH_2$ ;

Q is selected from the group consisting of phenyl, 2-thienyl, 3-thienyl, 2-furyl, 3-furyl, 2-pyrrolyl, 3-pyrrolyl, 2-imidazolyl, 4-imidazolyl, 3-pyrazolyl, 4-pyrazolyl, 2-thiazolyl, 3-isoxazolyl, 5-isoxazolyl, 2-pyridyl, 3-pyridyl,

4-pyridyl, 2-pyrazinyl, 2-pyrimidinyl, 4-pyrimidinyl, 5-pyrimidinyl,  
3-pyridazinyl, 4-pyridazinyl, and 1,3,5-triazin-2-yl, wherein a carbon adjacent to  
the carbon at the point of attachment of said phenyl or heteroaryl ring to  $Z^0$  is  
optionally substituted by  $R^9$ , the other carbon adjacent to the carbon at the point  
of attachment is optionally substituted by  $R^{13}$ , a carbon adjacent to  $R^9$  and two  
atoms from the carbon at the point of attachment is optionally substituted by  
 $R^{10}$ , a carbon adjacent to  $R^{13}$  and two atoms from the carbon at the point of  
attachment is optionally substituted by  $R^{12}$ , and any carbon adjacent to both  
 $R^{10}$  and  $R^{12}$  is optionally substituted by  $R^{11}$ ;  
10            $R^9$ ,  $R^{11}$ , and  $R^{13}$  are independently selected from the group consisting  
of hydrido, amidino, guanidino, carboxy, methyl, ethyl, propyl, isopropyl,  
methoxy, ethoxy, isopropoxy, propoxy, hydroxy, amino, N-methylamino,  
N,N-dimethylamino, N-ethylamino, methylthio, ethylthio, isopropylthio,  
trifluoromethyl, pentafluoroethyl, 2,2,2-trifluoroethyl,  
15           2,2,3,3,3-pentafluoropropyl, trifluoromethoxy, 1,1,2,2-tetrafluoroethoxy, fluoro,  
chloro, bromo, methanesulfonamido, amidosulfonyl, N-methylamidosulfonyl,  
N,N-dimethylamidosulfonyl, hydroxymethyl, 1-hydroxyethyl, 2-hydroxyethyl,  
2,2,2-trifluoro-1-hydroxyethyl, amidocarbonyl, N-methylamidocarbonyl,  
N,N-dimethylamidocarbonyl, and cyano;  
20            $R^{10}$  and  $R^{12}$  are independently selected from the group consisting of  
hydrido, amidino, guanidino, carboxy, carboxymethyl, methyl, ethyl, propyl,  
isopropyl, methoxy, ethoxy, isopropoxy, propoxy, hydroxy, amino,  
methoxyamino, ethoxyamino, acetamido, trifluoroacetamido, aminomethyl,  
1-aminoethyl, 2-aminoethyl, N-methylamino, dimethylamino, N-ethylamino,  
25           methanesulfonamido, amidosulfonyl, N-methylamidosulfonyl,  
N,N-dimethylamidosulfonyl, hydroxymethyl, 1-hydroxyethyl, 2-hydroxyethyl,  
2,2,2-trifluoro-1-hydroxyethyl, methoxycarbonyl, ethoxycarbonyl,  
amidocarbonyl, N-methylamidocarbonyl, N,N-dimethylamidocarbonyl,  
N-benzylamidocarbonyl, N-(2-chlorobenzyl)amidocarbonyl,

N-(3-fluorobenzyl)amidocarbonyl, N-(2-trifluoromethylbenzyl)amidocarbonyl,  
N-(1-phenylethyl)amidocarbonyl, N-(1-methyl-1-phenylethyl)amidocarbonyl,  
N-benzylamidosulfonyl, N-(2-chlorobenzyl)amidosulfonyl,  
N-ethylamidocarbonyl, N-isopropylamidocarbonyl, N-propylamidocarbonyl,  
5 N-isobutylamidocarbonyl, N-(2-butyl)amidocarbonyl,  
N-cyclobutylamidocarbonyl, N-cyclopentylamidocarbonyl,  
N-cyclohexylamidocarbonyl, fluoro, chloro, bromo, cyano, cyclobutoxy,  
cyclohexoxy, cyclohexylmethoxy, 4-trifluoromethycyclohexylmethoxy,  
cyclopentoxy, benzyl, benzyloxy, 4-bromo-3-fluorophenoxy,  
10 3-bromobenzyloxy, 4-bromobenzyloxy, 4-bromobenzylamino,  
5-bromopyrid-2-ylmethylamino, 4-butoxyphenamino, 3-chlorobenzyl,  
4-chlorophenoxy, 4-chloro-3-ethylphenoxy, 4-chloro-3-ethylbenzylamino,  
4-chloro-3-ethylphenylamino, 3-chlorobenzyloxy, 4-chlorobenzyloxy,  
4-chlorobenzylsulfonyl, 4-chlorophenylamino, 4-chlorophenylsulfonyl,  
15 5-chloropyrid-3-yloxy, 2-cyanopyrid-3-yloxy, 2,3-difluorobenzyloxy,  
2,4-difluorobenzyloxy, 3,4-difluorobenzyloxy, 2,5-difluorobenzyloxy,  
3,5-difluorophenoxy, 3,5-difluorobenzyloxy, 4-difluoromethoxybenzyloxy,  
2,3-difluorophenoxy, 2,4-difluorophenoxy, 2,5-difluorophenoxy,  
.5-dimethylphenoxy, 3,4-dimethylphenoxy, 3,4-dimethylbenzyloxy,  
20 3,5-dimethylbenzyloxy, 4-ethoxyphenoxy, 4-ethylbenzyloxy, 3-ethylphenoxy,  
4-ethylaminophenoxy, 3-ethyl-5-methylphenoxy, 4-fluorobenzyloxy,  
2-fluoro-3-trifluoromethylbenzyloxy, 3-fluoro-5-trifluoromethylbenzyloxy,  
4-fluoro-2-trifluoromethylbenzyloxy, 4-fluoro-3-trifluoromethylbenzyloxy,  
2-fluorophenoxy, 4-fluorophenoxy, 2-fluoro-3-trifluoromethylphenoxy,  
25 2-fluorobenzyloxy, 4-fluorophenylamino, 2-fluoro-4-trifluoromethylphenoxy,  
4-isopropylbenzyloxy, 3-isopropylphenoxy, 4-isopropylphenoxy,  
4-isopropyl-3-methylphenoxy, 4-isopropylbenzyloxy, 3-isopropylphenoxy,  
4-isopropylphenoxy, 4-isopropyl-3-methylphenoxy, phenylamino,  
1-phenylethoxy, 2-phenylethoxy, 2-phenylethyl, 2-phenylethylamino,  
30 phenylsulfonyl, 3-trifluoromethoxybenzyloxy, 4-trifluoromethoxybenzyloxy,  
3-trifluoromethoxyphenoxy, 4-trifluoromethoxyphenoxy,  
3-trifluoromethylbenzyloxy, 4-trifluoromethylbenzyloxy,  
2,4-bis-trifluoromethylbenzyloxy, 3-trifluoromethylbenzyl,  
3,5-bis-trifluoromethylbenzyloxy, 4-trifluoromethylphenoxy,  
35 3-trifluoromethylphenoxy, 3-trifluoromethylthiobenzyloxy,

4-trifluoromethylthiobenzylxy, 2,3,4-trifluorophenoxy, 2,3,5-trifluorophenoxy, 3-pentafluoroethylphenoxy, 3-(1,1,2,2-tetrafluoroethoxy)phenoxy, and 3-trifluoromethylthiophenoxy;

$Y^0$  is selected from the group consisting of:

5     $1-Q^b-4-Q^s-2-R^{16}-3-R^{17}-5-R^{18}-6-R^{19}$  benzene,  
 $2-Q^b-5-Q^s-6-R^{17}-4-R^{18}-3-R^{19}$  pyridine,  
 $3-Q^b-6-Q^s-2-R^{16}-5-R^{18}-4-R^{19}$  pyridine,  $2-Q^b-5-Q^s-3-R^{16}-6-R^{18}$  pyrazine,  
 $3-Q^b-6-Q^s-2-R^{18}-5-R^{18}-4-R^{19}$  pyridazine,  
 $2-Q^b-5-Q^s-4-R^{17}-6-R^{18}$  pyrimidine,  $5-Q^b-2-Q^s-4-R^{16}-6-R^{19}$  pyrimidine,  
10     $3-Q^b-5-Q^s-4-R^{16}-2-R^{19}$  thiophene,  $2-Q^b-5-Q^s-3-R^{16}-4-R^{17}$  thiophene,  
 $3-Q^b-5-Q^s-4-R^{16}-2-R^{19}$  furan,  $2-Q^b-5-Q^s-3-R^{16}-4-R^{17}$  furan,  
 $3-Q^b-5-Q^s-4-R^{16}-2-R^{19}$  pyrrole,  $2-Q^b-5-Q^s-3-R^{16}-4-R^{17}$  pyrrole,  
 $4-Q^b-2-Q^s-5-R^{19}$  imidazole,  $2-Q^b-4-Q^s-5-R^{17}$  imidazole,  
 $3-Q^b-5-Q^s-4-R^{16}$  isoxazole,  $5-Q^b-3-Q^s-4-R^{16}$  isoxazole,  
15     $2-Q^b-5-Q^s-4-R^{16}$  pyrazole,  $4-Q^b-2-Q^s-5-R^{19}$  thiazole, and  
 $2-Q^b-5-Q^s-4-R^{17}$  thiazole;

$R^{16}, R^{17}, R^{18}$ , and  $R^{19}$  are independently selected from the group consisting of hydrido, methyl, ethyl, isopropyl, propyl, carboxy, amidino, guanidino, methoxy, ethoxy, isopropoxy, propoxy, hydroxy, amino, aminomethyl, 1-aminoethyl, 2-aminoethyl, N-methylamino, dimethylamino, N-ethylamino, methylthio, ethylthio, isopropylthio, trifluoromethylthio, methylsulfinyl, ethylsulfinyl, methylsulfonyl, ethylsulfonyl, trifluoromethyl, pentafluoroethyl, 2,2,2-trifluoroethyl, 2,2,3,3,3-pentafluoropropyl, trifluoromethoxy, 1,1,2,2-tetrafluoroethoxy, fluoro, chloro, bromo, hydroxymethyl, 1-hydroxyethyl, 2-hydroxyethyl, and cyano;

$R^{16}$  or  $R^{19}$  is optionally  $C(NR^{25})NR^{23}R^{24}$  with the proviso that  $R^{16}$ ,  
 $R^{19}$ , and  $Q^b$  are not simultaneously hydrido;

$Q^b$  is  $C(NR^{25})NR^{23}R^{24}$  or hydrido, with the proviso that no more than  
one of  $R^{23}$  and  $R^{24}$  is hydroxy at the same time;

5            $R^{23}$ ,  $R^{24}$ , and  $R^{25}$  are independently selected from the group consisting of  
hydrido, methyl, ethyl, and hydroxy;

$Q^s$  is selected from the group consisting of a bond,  $CH_2$  and  $CH_2CH_2$ .

11. Compound of Claim 10 or a pharmaceutically acceptable salt thereof,  
10       wherein;

B is selected from the group consisting of 2-aminophenyl,  
3-aminophenyl, 3-amidinophenyl, 4-amidinophenyl, 3-carboxyphenyl,  
3-carboxy-5-hydroxyphenyl, 3-chlorophenyl, 4-chlorophenyl,  
3,4-dichlorophenyl, 2-fluorophenyl, 3-fluorophenyl, 3,4-difluorophenyl,  
15       3-hydroxyphenyl, 4-hydroxyphenyl, 3-methoxyaminophenyl,  
3-methoxyphenyl, 4-methoxyphenyl, 3-methylphenyl, 4-methylphenyl, phenyl,  
3-trifluoromethylphenyl, 2-imidazoyl, 2-pyridyl, 3-pyridyl,  
5-chloro-3-trifluoromethyl-2-pyridyl, 4-pyridyl, 2-thienyl, 3-thienyl, and  
3-trifluoromethyl-2-pyridyl;

20       A is selected from the group consisting of  $CH_2$ ,  $CH_3CH$ ,  $CF_3CH$ ,  
 $NHC(O)$ ,  $CH_2CH_2$ , and  $CH_2CH_2CH_2$ ;

M is N or  $R^1-C$ ;

25        $R^1$  is selected from the group consisting of hydrido, hydroxy, amino,  
amidino, hydroxyamino, aminomethyl, methylamino, cyano, methyl,  
trifluoromethyl, methoxy, hydroxymethyl, methoxyamino, methylthio,  
trifluoromethoxy, fluoro, and chloro;

$R^2$  is  $Z^0-Q$ ;

$Z^0$  is selected from the group consisting of a bond, CH<sub>2</sub>, O, S, NH, N(CH<sub>3</sub>), OCH<sub>2</sub>, and SCH<sub>2</sub>;

Q is selected from the group consisting of

- 3-amidocarbonyl-5-aminophenyl, 3-amino-5-(N-benzylamidocarbonyl)phenyl,
- 5 3-amino-5-benzylphenyl, 3-amino-5-(2-phenylethyl)phenyl,
- 3-amino-5-benzylaminophenyl, 3-amino-5-(2-phenylethylamino)phenyl,
- 3-amino-5-benzylxylophenyl, 3-amino-5-(2-phenylethoxy)phenyl,
- 3-amino-5-(N-(2-chlorobenzyl)amidocarbonyl)phenyl,
- 3-amino-5-(N-(3-fluorobenzyl)amidocarbonyl)phenyl,
- 10 3-amino-5-(N-(2-trifluoromethylbenzyl)amidocarbonyl)phenyl,
- 3-amino-5-(N-(1-phenylethyl)amidocarbonyl)phenyl,
- 3-amino-5-(N-(1-methyl-1-phenylethyl)amidocarbonyl)phenyl,
- 3-amino-5-(N-benzylamidosulfonyl)phenyl,
- 3-amino-5-(N-(2-chlorobenzyl)amidosulfonyl)phenyl,
- 15 3-amino-5-(N-ethylamidocarbonyl)phenyl,
- 3-amino-5-(N-isopropylamidocarbonyl)phenyl,
- 3-amino-5-(N-propylamidocarbonyl)phenyl,
- 3-amino-5-(N-isobutylamidocarbonyl)phenyl,
- 3-amino-5-(N-(2-butyl)amidocarbonyl)phenyl,
- 20 3-amino-5-(N-cyclobutylamidocarbonyl)phenyl,
- 3-amino-5-(N-cyclopentylamidocarbonyl)phenyl,
- 3-amino-5-(N-cyclohexylamidocarbonyl)phenyl, 5-amino-2-fluorophenyl,
- 3-amino-5-hydroxymethylphenyl, 5-amino-3-methoxycarbonylphenyl,
- 3-amidinophenyl, 3-amino-2-methylphenyl, 5-amino-2-methylthiophenyl,
- 25 3-aminophenyl, 3-amino-5-(4-trifluoromethylbenzylamino)phenyl,
- 3-amino-5-(4-trifluoromethylbenzyloxy)phenyl, 3-carboxyphenyl,
- 3-carboxy-5-hydroxyphenyl, 3-amino-5-carboxyphenyl, 3-chlorophenyl,
- 2-chlorophenyl, 3-cyanophenyl, 3,5-diaminophenyl, 3-dimethylaminophenyl,
- 2-fluorophenyl, 3-fluorophenyl, 2-hydroxyphenyl, 3-hydroxyphenyl,
- 30 3-methanesulfonylaminophenyl, 2-methoxyphenyl, 3-methoxyphenyl,
- 3-methoxyaminophenyl, 3-methoxycarbonylphenyl, 2-methylaminophenyl,
- 3-methylaminophenyl, 2-methylphenyl, 3-methylphenyl, 4-methylphenyl,
- phenyl, 3-trifluoroacetamidophenyl, 3-trifluoromethylphenyl,
- 2-trifluoromethylphenyl, 5-amino-2-thienyl, 5-amino-3-thienyl,
- 35 3-bromo-2-thienyl, 3-pyridyl, 4-pyridyl, 2-thienyl, and 3-thienyl;

$Y^0$  is selected from the group consisting of:

1-Q<sup>b</sup>-4-Q<sup>s</sup>-2-R<sup>16</sup>-3-R<sup>17</sup>-5-R<sup>18</sup>-6-R<sup>19</sup> benzene,

2-Q<sup>b</sup>-5-Q<sup>s</sup>-6-R<sup>17</sup>-4-R<sup>18</sup>-3-R<sup>19</sup> pyridine,

3-Q<sup>b</sup>-6-Q<sup>s</sup>-2-R<sup>16</sup>-5-R<sup>18</sup>-4-R<sup>19</sup> pyridine,

5 3-Q<sup>b</sup>-5-Q<sup>s</sup>-4-R<sup>16</sup>-2-R<sup>19</sup> thiophene, and 2-Q<sup>b</sup>-5-Q<sup>s</sup>-3-R<sup>16</sup>-4-R<sup>17</sup> thiophene;

R<sup>16</sup> and R<sup>19</sup> are independently selected from the group consisting of

hydrido, amidino, amino, aminomethyl, methoxy, methylamino, hydroxy, hydroxymethyl, fluoro, chloro, and cyano;

R<sup>16</sup> or R<sup>19</sup> is optionally C(NR<sup>25</sup>)NR<sup>23</sup>R<sup>24</sup> with the proviso that R<sup>16</sup>,

10 R<sup>19</sup>, and Q<sup>b</sup> are not simultaneously hydrido;

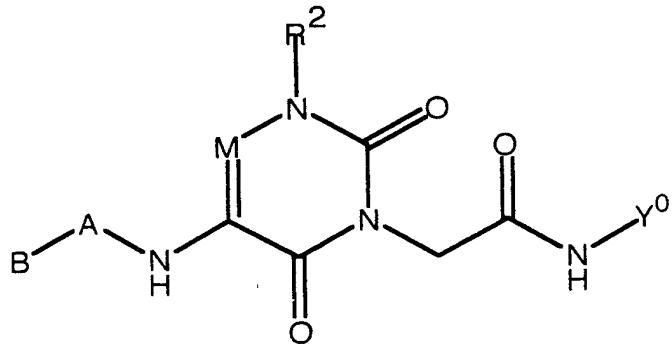
R<sup>17</sup> and R<sup>18</sup> are independently selected from the group consisting of hydrido, fluoro, chloro, hydroxy, hydroxymethyl, amino, carboxy, and cyano;

Q<sup>b</sup> is C(NR<sup>25</sup>)NR<sup>23</sup>R<sup>24</sup> or hydrido;

R<sup>23</sup>, R<sup>24</sup>, and R<sup>25</sup> are independently hydrido or methyl;

15 Q<sup>s</sup> is CH<sub>2</sub>.

12. Compound of Claim 9 of the Formula:



or a pharmaceutically acceptable salt thereof, wherein;

20 B is phenyl or a heteroaryl of 5 or 6 ring members, wherein a carbon adjacent to the carbon at the point of attachment of said phenyl or heteroaryl

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ring to A is optionally substituted by  $R^{32}$ , the other carbon adjacent to the  
 carbon at the point of attachment is optionally substituted by  $R^{36}$ , a carbon  
 adjacent to  $R^{32}$  and two atoms from the carbon at the point of attachment is  
 5            optionally substituted by  $R^{33}$ , a carbon adjacent to  $R^{36}$  and two atoms from the  
 carbon at the point of attachment is optionally substituted by  $R^{35}$ , and any  
 10            carbon adjacent to both  $R^{33}$  and  $R^{35}$  is optionally substituted by  $R^{34}$ ;  
 $R^{32}$ ,  $R^{33}$ ,  $R^{34}$ ,  $R^{35}$ , and  $R^{36}$  are independently selected from the  
 group consisting of hydrido, acetamido, haloacetamido, amidino, guanidino,  
 alkoxy, hydroxy, amino, alkoxyamino, alkylamino, alkylthio, amidosulfonyl,  
 15            alkyl, halo, haloalkyl, haloalkoxy, hydroxyalkyl, carboalkoxy, carboxy,  
 carboxamido, cyano, and  $Q^b$ ;

A is a bond or  $(CH(R^{15}))_{pa}-(W^7)_{rr}$  wherein rr is 0 or 1, pa is an  
 integer selected from 0 through 3, and  $W^7$  is  $N(R^7)$ ;

15             $R^{15}$  is hydrido or alkyl;

15             $R^{15}$  is selected from the group consisting of hydrido, halo, alkyl, and  
 haloalkyl;

M is N or  $R^1-C$ ;

20             $R^1$  is selected from the group consisting of hydrido, hydroxy,  
 hydroxyamino, amidino, amino, cyano, hydroxyalkyl, alkoxy, alkyl, alkylamino,  
 aminoalkyl, alkylthio, alkoxyamino, haloalkyl, haloalkoxy, and halo;

$R^2$  is  $Z^0-Q$ ;

25             $Z^0$  is a bond;

Q is phenyl or a heteroaryl of 5 or 6 ring members, wherein a carbon  
 adjacent to the carbon at the point of attachment of said phenyl or heteroaryl  
 ring to  $Z^0$  is optionally substituted by  $R^9$ , the other carbon adjacent to the

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carbon at the point of attachment is optionally substituted by  $R^{13}$ , a carbon adjacent to  $R^9$  and two atoms from the carbon at the point of attachment is optionally substituted by  $R^{10}$ , a carbon adjacent to  $R^{13}$  and two atoms from the carbon at the point of attachment is optionally substituted by  $R^{12}$ , and any carbon adjacent to both  $R^{10}$  and  $R^{12}$  is optionally substituted by  $R^{11}$ ;

$R^9, R^{11},$  and  $R^{13}$  are independently selected from the group consisting of hydrido, hydroxy, amino, amidino, guanidino, alkylamino, alkylthio, alkoxy, alkylsulfinyl, alkylsulfonyl, amidosulfonyl, alkyl, halo, haloalkyl, haloalkoxy, hydroxyalkyl, carboxy, carboxamido, and cyano;

$R^{10}$  and  $R^{12}$  are independently selected from the group consisting of hydrido, acetamido, haloacetamido, amidino, guanidino, alkyl, alkoxy, alkoxyamino, hydroxy, amino, alkylamino, alkylsulfonamido, amidosulfonyl, hydroxyalkyl, aminoalkyl, halo, haloalkyl, carboalkoxy, carboxy, carboxamido, carboxyalkyl, and cyano;

$Y^0$  is phenyl or a heteroaryl of 5 or 6 ring members, wherein one carbon of said phenyl or said heteroaryl is substituted by  $Q^S$ , a carbon two or three atoms from the point of attachment of  $Q^S$  to said phenyl or said heteroaryl is substituted by  $Q^b$ , a carbon adjacent to the point of attachment of  $Q^S$  is optionally substituted by  $R^{17}$ , another carbon adjacent to the point of attachment of  $Q^S$  is optionally substituted by  $R^{18}$ , a carbon adjacent to  $Q^b$  is optionally substituted by  $R^{16}$ , and another carbon adjacent to  $Q^b$  is optionally substituted by  $R^{19}$ ;

$R^{16}, R^{17}, R^{18},$  and  $R^{19}$  are independently selected from the group consisting of hydrido, amidino, guanidino, carboxy, haloalkylthio, alkoxy, hydroxy, amino, alkylamino, alkylthio, alkylsulfinyl, alkylsulfonyl, alkanoyl,

haloalkanoyl, alkyl, halo, haloalkyl, haloalkoxy, hydroxyalkyl, aminoalkyl, and cyano;

$R^{16}$  or  $R^{19}$  is optionally  $NR^{20}R^{21}$  or  $C(NR^{25})NR^{23}R^{24}$ , with the

proviso that  $R^{16}$ ,  $R^{19}$ , and  $Q^b$  are not simultaneously hydrido;

5        $Q^b$  is selected from the group consisting of  $NR^{20}R^{21}$ , hydrido, and  
 $C(NR^{25})NR^{23}R^{24}$ ;

$R^{20}$ ,  $R^{21}$ ,  $R^{23}$ ,  $R^{24}$ , and  $R^{25}$  are independently hydrido or alkyl;

$Q^s$  is  $CH_2$ .

10      13. Compound of Claim 12 or a pharmaceutically acceptable salt thereof,  
wherein;

B is selected from the group consisting of phenyl, 2-thienyl, 3-thienyl,  
2-furyl, 3-furyl, 2-pyrrolyl, 3-pyrrolyl, 2-imidazolyl, 4-imidazolyl, 3-pyrazolyl,  
4-pyrazolyl, 2-thiazolyl, 3-isoxazolyl, and 5-isoxazolyl, wherein a carbon

15      adjacent to the carbon at the point of attachment of said phenyl or heteraryl  
ring to A is optionally substituted by  $R^{32}$ , the other carbon adjacent to the

carbon at the point of attachment is optionally substituted by  $R^{36}$ , a carbon

adjacent to  $R^{32}$  and two atoms from the carbon at the point of attachment is

optionally substituted by  $R^{33}$ , a carbon adjacent to  $R^{36}$  and two atoms from the

20      carbon at the point of attachment is optionally substituted by  $R^{35}$ , and any

carbon adjacent to both  $R^{33}$  and  $R^{35}$  is optionally substituted by  $R^{34}$ ;

$R^{32}$ ,  $R^{33}$ ,  $R^{34}$ ,  $R^{35}$ , and  $R^{36}$  are independently selected from the

group consisting of hydrido, amidino, guanidino, methyl, ethyl, methoxy,

ethoxy, hydroxy, amino, N-methylamino, dimethylamino, methoxyamino,

25      methylthio, ethylthio, trifluoromethyl, pentafluoroethyl, 2,2,2-trifluoroethyl,

fluoro, chloro, bromo, amidosulfonyl, N-methylamidosulfonyl, hydroxymethyl, amidocarbonyl, carboxy, cyano, and Q<sup>b</sup>;

A is selected from the group consisting of a bond, NH, N(CH<sub>3</sub>), CH<sub>2</sub>, CH<sub>3</sub>CH<sub>2</sub>, and CH<sub>2</sub>CH<sub>2</sub>;

5 M is N or R<sup>1</sup>-C;

R<sup>1</sup> is selected from the group consisting of hydrido, hydroxy, hydroxymethyl, amino, aminomethyl, methylamino, cyano, methyl, trifluoromethyl, methoxy, methylthio, trifluoromethoxy, fluoro, and chloro;

10 R<sup>2</sup> is selected from the group consisting of phenyl, 2-thienyl, 2-furyl, 2-pyrrolyl, 2-imidazolyl, 2-thiazolyl, 3-isoxazolyl, 2-pyridyl, and 3-pyridyl, wherein a carbon adjacent to the carbon at the point of attachment of said phenyl or heteroaryl ring to the uracil ring is optionally substituted by R<sup>9</sup>, the other carbon adjacent to the carbon at the point of attachment is optionally substituted by R<sup>13</sup>, a carbon adjacent to R<sup>9</sup> and two atoms from the carbon at 15 the point of attachment is optionally substituted by R<sup>10</sup>, a carbon adjacent to R<sup>13</sup> and two atoms from the carbon at the point of attachment is optionally substituted by R<sup>12</sup>, and any carbon adjacent to both R<sup>10</sup> and R<sup>12</sup> is optionally substituted by R<sup>11</sup>;

20 R<sup>9</sup>, R<sup>11</sup>, and R<sup>13</sup> are independently selected from the group consisting of hydrido, methyl, ethyl, methoxy, ethoxy, hydroxy, amino, N-methylamino, N,N-dimethylamino, methylthio, trifluoromethyl, pentafluoroethyl, 2,2,2-trifluoroethyl, fluoro, chloro, bromo, amidosulfonyl, N-methylamidosulfonyl, N,N-dimethylamidosulfonyl, hydroxymethyl, 1-hydroxyethyl, amidocarbonyl, N-methylamidocarbonyl, carboxy, and cyano;

25 R<sup>10</sup> and R<sup>12</sup> are independently selected from the group consisting of hydrido, amidino, amidocarbonyl, N-methylamidocarbonyl, N-benzylamidocarbonyl, N-(2-chlorobenzyl)amidocarbonyl,

N-(3-fluorobenzyl)amidocarbonyl, N-(2-trifluoromethylbenzyl)amidocarbonyl,  
 N-(1-phenylethyl)amidocarbonyl, N-(1-methyl-1-phenylethyl)amidocarbonyl,  
 N-benzylamidosulfonyl, N-(2-chlorobenzyl)amidosulfonyl,  
 N-ethylamidocarbonyl, N-isopropylamidocarbonyl, N-propylamidocarbonyl,  
 5 N-isobutylamidocarbonyl, N-(2-butyl)amidocarbonyl,  
 N-cyclobutylamidocarbonyl, N-cyclopentylamidocarbonyl,  
 N-cyclohexylamidocarbonyl, guanidino, methyl, ethyl, methoxy, ethoxy,  
 hydroxy, hydroxymethyl, 1-hydroxyethyl, 2-hydroxyethyl, carboxy,  
 carboxymethyl, amino, acetamido, trifluoromethyl, pentafluoroethyl,  
 10 2,2,2-trifluoroethyl, trifluoroacetamido, aminomethyl, N-methylamino,  
 dimethylamino, methoxyamino, amidosulfonyl, N-methylamidosulfonyl,  
 N,N-dimethylamidosulfonyl, methanesulfonamido, methoxycarbonyl, fluoro,  
 chloro, bromo, and cyano;

$Y^0$  is selected from the group consisting of:

15  $1-Q^b-4-Q^s-2-R^{16}-3-R^{17}-5-R^{18}-6-R^{19}$  benzene,  
 $2-Q^b-5-Q^s-6-R^{17}-4-R^{18}-3-R^{19}$  pyridine,  $2-Q^b-5-Q^s-3-R^{16}-4-R^{17}$  thiophene,  
 $3-Q^b-6-Q^s-2-R^{16}-5-R^{18}-4-R^{19}$  pyridine,  $3-Q^b-5-Q^s-4-R^{16}-2-R^{19}$  thiophene,  
 $3-Q^b-5-Q^s-4-R^{16}-2-R^{19}$  furan,  $2-Q^b-5-Q^s-3-R^{16}-4-R^{17}$  furan,  
 $3-Q^b-5-Q^s-4-R^{16}-2-R^{19}$  pyrrole,  $2-Q^b-5-Q^s-3-R^{16}-4-R^{17}$  pyrrole,  
 20  $4-Q^b-2-Q^s-5-R^{19}$  thiazole, and  $2-Q^b-5-Q^s-4-R^{17}$  thiazole;

$R^{16}, R^{17}, R^{18}$ , and  $R^{19}$  are independently selected from the group  
 consisting of hydrido, methyl, ethyl, amidino, guanidino, methoxy, hydroxy,  
 amino, aminomethyl, 1-aminoethyl, 2-aminoethyl, N-methylamino,  
 dimethylamino, methylthio, ethylthio, trifluoromethylthio, methylsulfinyl,  
 25 methylsulfonyl, trifluoromethyl, pentafluoroethyl, 2,2,2-trifluoroethyl,  
 trifluoromethoxy, fluoro, chloro, hydroxymethyl, carboxy, and cyano;

$Q^b$  is  $NR^{20}R^{21}$  or  $C(NR^{25})NR^{23}R^{24}$ ;

$R^{20}, R^{21}, R^{23}, R^{24}$ , and  $R^{25}$  are independently selected from the group  
 consisting of hydrido, methyl, and ethyl;

$Q^S$  is  $CH_2$ .

14. Compound of Claim 13 or a pharmaceutically acceptable salt thereof, wherein:

- 5      B is selected from the group consisting of 2-aminophenyl, 3-aminophenyl, 3-amidinophenyl, 4-amidinophenyl, 3-carboxyphenyl, 3-carboxy-5-hydroxyphenyl, 3-chlorophenyl, 4-chlorophenyl, 3,4-dichlorophenyl, 2-fluorophenyl, 3-fluorophenyl, 3,4-difluorophenyl, 3-hydroxyphenyl, 4-hydroxyphenyl, 3-methoxyaminophenyl,
- 10     3-methoxyphenyl, 4-methoxyphenyl, 3-methylphenyl, 4-methylphenyl, phenyl, 3-trifluoromethylphenyl, 2-imidazoyl, 2-pyridyl, 3-pyridyl, 5-chloro-3-trifluoromethyl-2-pyridyl, 4-pyridyl, 2-thienyl, 3-thienyl, and 3-trifluoromethyl-2-pyridyl;

A is  $CH_2$  or  $CH_2CH_2$ ;

- 15     M is N or  $R^1-C$ ;

$R^1$  is selected from the group consisting of hydrido, hydroxy, hydroxymethyl, amino, aminomethyl, cyano, methyl, trifluoromethyl, and fluoro;

- 20      $R^2$  is selected from the group consisting of 3-amidocarbonyl-5-aminophenyl, 3-amidocarbonyl-5-aminophenyl, 3-amino-5-(N-benzylamidocarbonyl)phenyl, 3-amino-5-(N-(2-chlorobenzyl)amidocarbonyl)phenyl, 3-amino-5-(N-(3-fluorobenzyl)amidocarbonyl)phenyl, 3-amino-5-(N-(2-trifluoromethylbenzyl)amidocarbonyl)phenyl,
- 25     3-amino-5-(N-(1-phenylethyl)amidocarbonyl)phenyl, 3-amino-5-(N-(1-methyl-1-phenylethyl)amidocarbonyl)phenyl, 3-amino-5-(N-benzylamidosulfonyl)phenyl, 3-amino-5-(N-(2-chlorobenzyl)amidosulfonyl)phenyl, 3-amino-5-(N-ethylamidocarbonyl)phenyl,
- 30     -amino-5-(N-isopropylamidocarbonyl)phenyl, -amino-5-(N-propylamidocarbonyl)phenyl, 3-amino-5-(N-isobutylamidocarbonyl)phenyl, 3-amino-5-(N-(2-butyl)amidocarbonyl)phenyl,

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3-amino-5-(N-cyclobutylamidocarbonyl)phenyl,  
 3-amino-5-(N-cyclopentylamidocarbonyl)phenyl,  
 3-amino-5-(N-cyclohexylamidocarbonyl)phenyl, 5-amino-2-fluorophenyl,  
 3-amino-5-hydroxymethylphenyl, 5-amino-3-methoxycarbonylphenyl,  
 5 3-amidinophenyl, 3-amino-2-methylphenyl, 5-amino-2-methylthiophenyl,  
 3-aminophenyl, 3-carboxyphenyl, 3-carboxy-5-aminophenyl,  
 3-carboxy-5-hydroxyphenyl, 3-carboxymethyl-5-aminophenyl,  
 3-carboxymethyl-5-hydroxyphenyl, 3-carboxymethylphenyl, 3-chlorophenyl,  
 2-chlorophenyl, 3-cyanophenyl, 3,5-diaminophenyl, 3-dimethylaminophenyl,  
 10 2-fluorophenyl, 3-fluorophenyl, 2,5-difluorophenyl, 2-hydroxyphenyl,  
 3-hydroxyphenyl, 3-methanesulfonylaminophenyl, 2-methoxyphenyl,  
 3-methoxyphenyl, 3-methoxyaminophenyl, 3-methoxycarbonylphenyl,  
 2-methylaminophenyl, 3-methylaminophenyl, 2-methylphenyl, 3-methylphenyl,  
 4-methylphenyl, phenyl, 3-trifluoroacetamidophenyl, 3-trifluoromethylphenyl,  
 15 2-trifluoromethylphenyl, 5-amino-2-thienyl, 5-amino-3-thienyl,  
 3-bromo-2-thienyl, 3-pyridyl, 4-pyridyl, 2-thienyl, and 3-thienyl;

$Y^0$  is selected from the group consisting of:

1-Q<sup>b</sup>-4-Q<sup>s</sup>-2-R<sup>16</sup>-3-R<sup>17</sup>-5-R<sup>18</sup>-6-R<sup>19</sup> benzene,  
 2-Q<sup>b</sup>-5-Q<sup>s</sup>-6-R<sup>17</sup>-4-R<sup>18</sup>-3-R<sup>19</sup> pyridine,  
 20 3-Q<sup>b</sup>-6-Q<sup>s</sup>-2-R<sup>16</sup>-5-R<sup>18</sup>-4-R<sup>19</sup> pyridine,  
 3-Q<sup>b</sup>-5-Q<sup>s</sup>-4-R<sup>16</sup>-2-R<sup>19</sup> thiophene, and 2-Q<sup>b</sup>-5-Q<sup>s</sup>-3-R<sup>16</sup>-4-R<sup>17</sup> thiophene;

$R^{16}$  and  $R^{19}$  are independently selected from the group consisting of  
 hydrido, amidino, amino, aminomethyl, methoxy, methylamino, hydroxy,  
 hydroxymethyl, fluoro, chloro, and cyano;

25  $R^{17}$  and  $R^{18}$  are independently selected from the group consisting of  
 hydrido, fluoro, chloro, hydroxy, hydroxymethyl, amino, carboxy, and cyano;

$Q^b$  is  $C(NR^{25})NR^{23}R^{24}$ ;

$R^{23}$ ,  $R^{24}$ , and  $R^{25}$  are independently hydrido or methyl;

$Q^s$  is  $CH_2$ .

15. Compound of Claim 14 or a pharmaceutically acceptable salt thereof,  
wherein;

B is selected from the group consisting of 3-aminophenyl,  
3-amidinophenyl, 4-amidinophenyl, 3-chlorophenyl, 4-chlorophenyl,  
5 3,4-dichlorophenyl, 2-fluorophenyl, 4-methylphenyl, phenyl, 2-imidazoyl,  
3-pyridyl, 4-pyridyl, and 3-trifluoromethyl-2-pyridyl;

A is CH<sub>2</sub> or CH<sub>2</sub>CH<sub>2</sub>;

M is N or R<sup>1</sup>-C;

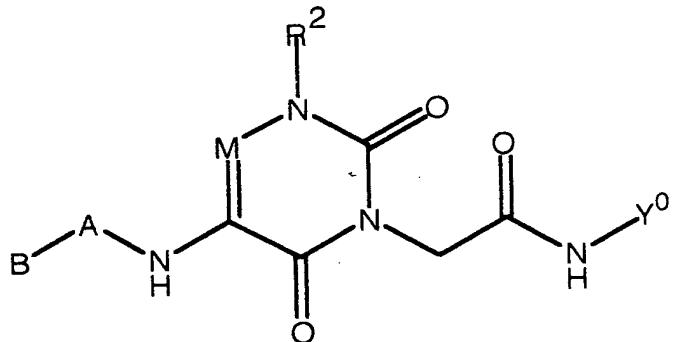
R<sup>1</sup> is selected from the group consisting of hydrido, hydroxy,  
10 hydroxymethyl, amino, aminomethyl, cyano, methyl, trifluoromethyl, and  
fluoro;

R<sup>2</sup> is selected from the group consisting of  
3-amidocarbonyl-5-aminophenyl, 3-amino-5-(N-benzylamidocarbonyl)phenyl,  
3-amino-5-(N-(2-chlorobenzyl)amidocarbonyl)phenyl,  
15 3-amino-5-(N-(3-fluorobenzyl)amidocarbonyl)phenyl,  
3-amino-5-(N-(2-trifluoromethylbenzyl)amidocarbonyl)phenyl,  
3-amino-5-(N-(1-phenylethyl)amidocarbonyl)phenyl,  
3-amino-5-(N-(1-methyl-1-phenylethyl)amidocarbonyl)phenyl,  
3-amino-5-(N-benzylamidosulfonyl)phenyl,  
20 3-amino-5-(N-(2-chlorobenzyl)amidosulfonyl)phenyl,  
3-amino-5-(N-ethylamidocarbonyl)phenyl,  
3-amino-5-(N-isopropylamidocarbonyl)phenyl,  
3-amino-5-(N-propylamidocarbonyl)phenyl,  
3-amino-5-(N-isobutylamidocarbonyl)phenyl,  
25 3-amino-5-(N-(2-butyl)amidocarbonyl)phenyl,  
3-amino-5-(N-cyclobutylamidocarbonyl)phenyl,  
3-amino-5-(N-cyclopentylamidocarbonyl)phenyl,  
3-amino-5-(N-cyclohexylamidocarbonyl)phenyl, 3-aminophenyl,  
3-carboxy-5-aminophenyl, 3-chlorophenyl, 3,5-diaminophenyl,  
30 3-dimethylaminophenyl, 3-hydroxyphenyl, 3-methanesulfonylaminophenyl,  
3-methylaminophenyl, 2-methylphenyl, 3-methylphenyl, phenyl,  
3-trifluoroacetamidophenyl, 3-bromo-2-thienyl, 2-thienyl, and 3-thienyl;

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$Y^0$  is selected from the group consisting of 5-amidino-2-thienylmethyl, 4-amidinobenzyl, 2-fluoro-4-amidinobenzyl, and 3-fluoro-4-amidinobenzyl.

16. Compound of Claim 9 where said compound is selected from the group of  
5 the Formula:



or a pharmaceutically acceptable salt thereof, wherein;

R<sup>2</sup> is 3-aminophenyl, B is 3-chlorophenyl, A is CH<sub>2</sub>CH<sub>2</sub>, Y<sup>0</sup> is 4-amidinobenzyl, and M is CH;

10 R<sup>2</sup> is 3-aminophenyl, B is phenyl, A is CH<sub>2</sub>, Y<sup>0</sup> is 4-amidinobenzyl, and M is CH;

R<sup>2</sup> is phenyl, B is 3-chlorophenyl, A is CH<sub>2</sub>CH<sub>2</sub>, Y<sup>0</sup> is 4-amidinobenzyl, and M is CH;

15 R<sup>2</sup> is 3-aminophenyl, B is 2-imidazoyl, A is CH<sub>2</sub>CH<sub>2</sub>CH<sub>2</sub>, Y<sup>0</sup> is 4-amidinobenzyl, and M is CH;

R<sup>2</sup> is 3-dimethylaminophenyl, B is phenyl, A is CH<sub>2</sub>CH<sub>2</sub>, Y<sup>0</sup> is 4-amidinobenzyl, and M is CH;

R<sup>2</sup> is 2-methylphenyl, B is phenyl, A is CH<sub>2</sub>CH<sub>2</sub>, Y<sup>0</sup> is 4-amidinobenzyl, and M is CH;

20 R<sup>2</sup> is phenyl, B is 3-aminophenyl, A is C(O)NH, Y<sup>0</sup> is 4-amidinobenzyl, and M is CH;

R<sup>2</sup> is phenyl, B is 3-amidinophenyl, A is CH<sub>2</sub>, Y<sup>0</sup> is 4-amidinobenzyl, and M is CH;

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$R^2$  is 3-(N-methylamino)phenyl, B is phenyl, A is  $CH_2CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3-thienyl, B is phenyl, A is  $CH_2CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is CH;

5        $R^2$  is 3-methylsulfonamidophenyl, B is phenyl, A is  $CH_2CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is phenyl, B is 4-amidinophenyl, A is  $CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is CH;

10       $R^2$  is 3-methylaminophenyl, B is phenyl, A is  $CH_2CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is phenyl, B is phenyl, A is  $CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is CH;

15       $R^2$  is phenyl, B is 4-pyridyl, A is  $CH_2CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is phenyl, B is 3-pyridyl, A is  $CH_2CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is CH;

20       $R^2$  is 3-chlorophenyl, B is 4-pyridyl, A is  $CH_2CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3-methylphenyl, B is 4-phenyl, A is  $CH_2CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is CH;

25       $R^2$  is 3-thienyl, B is 3-chlorophenyl, A is  $CH_2CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3-aminophenyl, B is 3-chlorophenyl, A is  $CH_2CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is CF;

$R^2$  is 3-aminophenyl, B is phenyl, A is  $CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is CF;

25      is CF;

$R^2$  is phenyl, B is 3-chlorophenyl, A is  $CH_2CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is CF;

$R^2$  is 3-aminophenyl, B is 2-imidazoyl, A is  $CH_2CH_2CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is CF;

$R^2$  is 3-dimethylaminophenyl, B is phenyl, A is  $CH_2CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is CF;

5        $R^2$  is 2-methylphenyl, B is phenyl, A is  $CH_2CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is CF;

$R^2$  is phenyl, B is 3-aminophenyl, A is  $C(O)NH$ ,  $Y^0$  is 4-amidinobenzyl, and M is CF;

10       $R^2$  is phenyl, B is 3-amidinophenyl, A is  $CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is CF;

$R^2$  is 3-(N-methylamino)phenyl, B is phenyl, A is  $CH_2CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is CF;

15       $R^2$  is 3-thienyl, B is phenyl, A is  $CH_2CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is CF;

$R^2$  is 3-methylsulfonamidophenyl, B is phenyl, A is  $CH_2CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is CF;

20       $R^2$  is phenyl, B is 4-amidinophenyl, A is  $CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is CF;

$R^2$  is 3-methylaminophenyl, B is phenyl, A is  $CH_2CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is CF;

25       $R^2$  is phenyl, B is phenyl, A is  $CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is CF;

$R^2$  is phenyl, B is 4-pyridyl, A is  $CH_2CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is CF;

$R^2$  is phenyl, B is 3-pyridyl, A is  $CH_2CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is CF;

25      is CF;

$R^2$  is 3-chlorophenyl, B is 4-pyridyl, A is  $CH_2CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is CF;

$R^2$  is 3-methylphenyl, B is 4-phenyl, A is  $CH_2CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is CF;

$R^2$  is 3-thienyl, B is 3-chlorophenyl, A is  $CH_2CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is CF;

5        $R^2$  is 3-aminophenyl, B is 3-chlorophenyl, A is  $CH_2CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is N;

$R^2$  is 3-aminophenyl, B is phenyl, A is  $CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is N;

10       $R^2$  is phenyl, B is 3-chlorophenyl, A is  $CH_2CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is N;

$R^2$  is 3-aminophenyl, B is 2-imidazoyl, A is  $CH_2CH_2CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is N;

$R^2$  is 3-dimethylaminophenyl, B is phenyl, A is  $CH_2CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is N;

15       $R^2$  is 2-methylphenyl, B is phenyl, A is  $CH_2CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is N;

$R^2$  is phenyl, B is 3-aminophenyl, A is  $C(O)NH$ ,  $Y^0$  is 4-amidinobenzyl, and M is N;

20       $R^2$  is phenyl, B is 3-amidinophenyl, A is  $CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is N;

$R^2$  is 3-(N-methylamino)phenyl, B is phenyl, A is  $CH_2CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is N;

$R^2$  is 3-thienyl, B is phenyl, A is  $CH_2CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is N;

25       $R^2$  is 3-methylsulfonamidophenyl, B is phenyl, A is  $CH_2CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is N;

$R^2$  is phenyl, B is 4-amidinophenyl, A is  $CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is N;

$R^2$  is 3-methylaminophenyl, B is phenyl, A is  $CH_2CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is N;

$R^2$  is phenyl, B is phenyl, A is  $CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is N;

5       $R^2$  is phenyl, B is 4-pyridyl, A is  $CH_2CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is N;

$R^2$  is phenyl, B is 3-pyridyl, A is  $CH_2CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is N;

$R^2$  is 3-chlorophenyl, B is 4-pyridyl, A is  $CH_2CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is N;

10      $R^2$  is 3-methylphenyl, B is 4-phenyl, A is  $CH_2CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is N;

$R^2$  is 3-thienyl, B is 3-chlorophenyl, A is  $CH_2CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is N;

15      $R^2$  is 3-amidocarbonyl-5-aminophenyl, B is 3-chlorophenyl, A is  $CH_2CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3-amino-5-(N-benzylamidocarbonyl)phenyl, B is 3-chlorophenyl, A is  $CH_2CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3-amino-5-(N-(2-chlorobenzyl)amidocarbonyl)phenyl, B is 3-chlorophenyl, A is  $CH_2CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is CH;

20      $R^2$  is 3-amino-5-(N-(2-chlorobenzyl)amidosulfonyl)phenyl, B is 3-chlorophenyl, A is  $CH_2CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3-amino-5-(N-(2-trifluoromethylbenzyl)amidocarbonyl)- phenyl, B is 3-chlorophenyl, A is  $CH_2CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is CH;

25      $R^2$  is 3,5-diaminophenyl, B is 3-chlorophenyl, A is  $CH_2CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3-amino-5-carboxyphenyl, B is 3-chlorophenyl, A is  $CH_2CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3-amidocarbonyl-5-aminophenyl, B is 3-chlorophenyl, A is  $CH_2CH_2$ ,

$Y^0$  is 4-amidinobenzyl, and M is N;

$R^2$  is 3-amino-5-(N-benzylamidocarbonyl)phenyl, B is 3-chlorophenyl, A

is  $CH_2CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is N;

5         $R^2$  is 3-amino-5-(N-(2-chlorobenzyl)amidocarbonyl)phenyl, B is 3-chlorophenyl, A is  $CH_2CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is N;

$R^2$  is 3-amino-5-(N-(2-chlorobenzyl)amidosulfonyl)phenyl, B is 3-

chlorophenyl, A is  $CH_2CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is N;

10       $R^2$  is 3-amino-5-(N-(2-trifluoromethylbenzyl)amidocarbonyl)- phenyl, B is 3-chlorophenyl, A is  $CH_2CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is N;

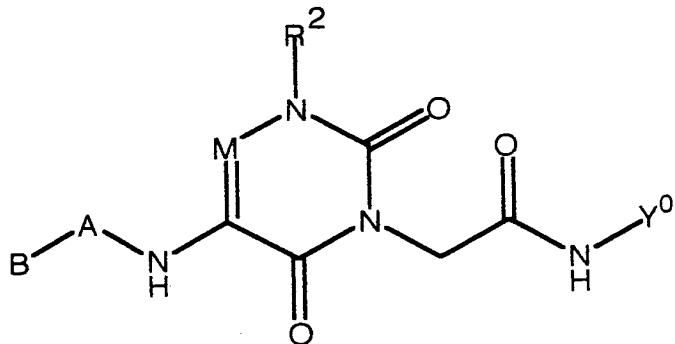
$R^2$  is 3,5-diaminophenyl, B is 3-chlorophenyl, A is  $CH_2CH_2$ ,  $Y^0$  is 4-

amidinobenzyl, and M is N;

$R^2$  is 3-amino-5-carboxyphenyl, B is 3-chlorophenyl, A is  $CH_2CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is N.

15

17. Compound of Claim 2 of the Formula:



or a pharmaceutically acceptable salt thereof, wherein;

20      B is selected from the group consisting of hydrido, C2-C8 alkyl, C3-C8 alkenyl, C3-C8 alkynyl, and C2-C8 haloalkyl, wherein each member of group B is optionally substituted at any carbon up to and including 6 atoms from the

point of attachment of B to A with one or more of the group consisting of  $R^{32}$ ,

$R^{33}$ ,  $R^{34}$ ,  $R^{35}$ , and  $R^{36}$ ;

$R^{32}$ ,  $R^{33}$ ,  $R^{34}$ ,  $R^{35}$ , and  $R^{36}$  are independently selected from the

group consisting of hydrido, acetamido, haloacetamido, amidino, guanidino,  
5 alkoxy, hydroxy, amino, alkoxyamino, alkylamino, alkylthio, amidosulfonyl,  
alkyl, halo, haloalkyl, haloalkoxy, hydroxyalkyl, hydroxyhaloalkyl, carboalkoxy,  
carboxy, carboxamido, cyano, and  $Q^b$ ;

A is a bond or  $(CH(R^{15}))_{pa}(W^7)_{rr}$  wherein rr is 0 or 1, pa is an  
integer selected from 0 through 3, and  $W^7$  is  $(R^7)NC(O)$  or  $N(R^7)$ ;

10  $R^7$  is selected from the group consisting of hydrido, hydroxy and alkyl;  
 $R^{15}$  is selected from the group consisting of hydrido, halo, alkyl, and  
haloalkyl;

M is N or  $R^1-C$ ;

15  $R^1$  is selected from the group consisting of hydrido, hydroxy,  
hydroxyamino, amidino, amino, cyano, hydroxyalkyl, alkoxy, alkyl, alkylamino,  
aminoalkyl, alkylthio, alkoxyamino, haloalkyl, haloalkoxy, and halo;

$R^2$  is  $Z^0-Q$ ;

$Z^0$  is selected from the group consisting of a bond,  $CH_2$ ,  $CH_2CH_2$ ,  $W^0$ -  
 $(CH(R^{42}))_p$  wherein p is 0 or 1 and  $W^0$  is selected from the group consisting  
20 of O, S, and  $N(R^{41})$ ;

$R^{41}$  and  $R^{42}$  are independently hydrido or alkyl;

Q is phenyl or a heteroaryl of 5 or 6 ring members, wherein a carbon  
adjacent to the carbon at the point of attachment of said phenyl or heteroaryl  
ring to  $Z^0$  is optionally substituted by  $R^9$ , the other carbon adjacent to the  
25 carbon at the point of attachment is optionally substituted by  $R^{13}$ , a carbon

adjacent to  $R^9$  and two atoms from the carbon at the point of attachment is optionally substituted by  $R^{10}$ , a carbon adjacent to  $R^{13}$  and two atoms from the carbon at the point of attachment is optionally substituted by  $R^{12}$ , and any carbon adjacent to both  $R^{10}$  and  $R^{12}$  is optionally substituted by  $R^{11}$ ;

5            $R^9$ ,  $R^{11}$ , and  $R^{13}$  are independently selected from the group consisting of hydrido, hydroxy, amino, amidino, guanidino, alkylamino, alkylthio, alkylsulfonamido, alkylsulfinyl, alkylsulfonyl, amidosulfonyl, alkyl, alkoxy, halo, haloalkyl, haloalkoxy, hydroxyalkyl, hydroxyhaloalkyl, carboxy, carboxamido, and cyano;

10           $R^{10}$  and  $R^{12}$  are independently selected from the group consisting of hydrido, acetamido, haloacetamido, amidino, guanidino, alkyl, aryl, aralkyl, cycloalkyl, cycloalkylalkyl, heteroaryl, heterocyclyl, alkoxy, cycloalkoxy, cycloalkylalkoxy, aralkoxy, aryloxy, heteroaryloxy, heteroaralkoxy, heterocyclyoxy, heterocyclylalkoxy, hydroxy, amino, 15 alkoxyamino, alkylamino, arylamino, aralkylamino, heteroarylalmino, heteroaralkylamino, heterocyclalamino, heterocyclylalkylamino, alkylsulfonamido, amidosulfonyl, arylsulfinyl, aralkylsulfinyl, cycloalkylsulfinyl, heteroarylsulfinyl, arylsulfonyl, aralkylsulfonyl, cycloalkylsulfonyl, heteroarylsulfonyl, hydroxyalkyl, hydroxyhaloalkyl, 20 aminoalkyl, carboalkoxy, carboxy, carboxyalkyl, carboxamido, halo, haloalkyl, and cyano;

Y<sup>0</sup> is phenyl or a heteroaryl of 5 or 6 ring members, wherein one carbon of said phenyl or said heteroaryl is substituted by Q<sup>s</sup>, a carbon two or three atoms from the point of attachment of Q<sup>s</sup> to said phenyl or said heteroaryl is substituted by Q<sup>b</sup>, a carbon adjacent to the point of attachment of Q<sup>s</sup> is 25 optionally substituted by R<sup>17</sup>, another carbon adjacent to the point of attachment of Q<sup>s</sup> is optionally substituted by R<sup>18</sup>, a carbon adjacent to Q<sup>b</sup> is

optionally substituted by R<sup>16</sup>, and another carbon adjacent to Q<sup>b</sup> is optionally substituted by R<sup>19</sup>;

R<sup>16</sup>, R<sup>17</sup>, R<sup>18</sup>, and R<sup>19</sup> are independently selected from the group consisting of hydrido, amidino, guanidino, carboxy, haloalkylthio, alkoxy, hydroxy, amino, alkylamino, alkylthio, alkylsulfinyl, alkylsulfonyl, alkanoyl, haloalkanoyl, alkyl, halo, haloalkyl, haloalkoxy, hydroxylalkyl, aminoalkyl, and cyano;

R<sup>16</sup> or R<sup>19</sup> is optionally selected from the group consisting of NR<sup>20</sup>R<sup>21</sup>, N(R<sup>26</sup>)C(NR<sup>25</sup>)N(R<sup>23</sup>)(R<sup>24</sup>), and C(NR<sup>25</sup>)NR<sup>23</sup>R<sup>24</sup>, with the proviso that R<sup>16</sup>, R<sup>19</sup>, and Q<sup>b</sup> are not simultaneously hydrido;

Q<sup>b</sup> is selected from the group consisting of NR<sup>20</sup>R<sup>21</sup>, hydrido, C(NR<sup>25</sup>)NR<sup>23</sup>R<sup>24</sup>, and N(R<sup>26</sup>)C(NR<sup>25</sup>)N(R<sup>23</sup>)(R<sup>24</sup>), with the proviso that no more than one of R<sup>20</sup> and R<sup>21</sup> is hydroxy at the same time and with the further proviso that no more than one of R<sup>23</sup> and R<sup>24</sup> is hydroxy at the same time;

R<sup>20</sup>, R<sup>21</sup>, R<sup>23</sup>, R<sup>24</sup>, R<sup>25</sup>, and R<sup>26</sup> are independently selected from the group consisting of hydrido, alkyl, and hydroxy;

Q<sup>s</sup> is selected from the group consisting of a bond, CH<sub>2</sub>, and

CH<sub>2</sub>CH<sub>2</sub>.

18. Compound of Claim 17 or a pharmaceutically acceptable salt thereof, wherein;  
 B is selected from the group consisting of hydrido, ethyl, 2-propynyl, 2-propenyl, propyl, isopropyl, butyl, 2-but enyl, 3-but enyl, 2-butynyl, sec-butyl, 25 tert-butyl, isobutyl, 2-methylpropenyl, 1-pentyl, 2-pentenyl, 3-pentenyl, 4-pentenyl, 2-pentynyl, 3-pentynyl, 2-pentyl, 1-methyl-2-but enyl, 1-methyl-3-but enyl, 1-methyl-2-butynyl, 3-pentyl, 1-ethyl-2-propenyl,

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2-methylbutyl, 2-methyl-2-butenyl, 2-methyl-3-butenyl, 2-methyl-3-butynyl,  
 3-methylbutyl, 3-methyl-2-butenyl, 3-methyl-3-butenyl, 1-hexyl, 2-hexenyl,  
 3-hexenyl, 4-hexenyl, 5-hexenyl, 2-hexynyl, 3-hexynyl, 4-hexynyl, 2-hexyl,  
 1-methyl-2-pentenyl, 1-methyl-3-pentenyl, 1-methyl-4-pentenyl,  
 5      1-methyl-2-pentynyl, 1-methyl-3-pentynyl, 3-hexyl, 1-ethyl-2-butenyl,  
 1-ethyl-3-butenyl, 1-propyl-2-propenyl, 1-ethyl-2-butynyl, 1-heptyl, 2-heptenyl,  
 3-heptenyl, 4-heptenyl, 5-heptenyl, 6-heptenyl, 2-heptynyl, 3-heptynyl,  
 4-heptynyl, 5-heptynyl, 2-heptyl, 1-methyl-2-hexenyl, 1-methyl-3-hexenyl,  
 1-methyl-4-hexenyl, 1-methyl-5-hexenyl, 1-methyl-2-hexynyl,  
 10     1-methyl-3-hexynyl, 1-methyl-4-hexynyl, 3-heptyl, 1-ethyl-2-pentenyl,  
 1-ethyl-3-pentenyl, 1-ethyl-4-pentenyl, 1-butyl-2-propenyl, 1-ethyl-2-pentynyl,  
 1-ethyl-3-pentynyl, 2,2,2-trifluoroethyl, 2,2-difluoropropyl, 4-trifluoromethyl-  
 5,5,5-trifluoropentyl, 4-trifluoromethylpentyl, 5,5,6,6,6-pentafluorohexyl, and  
 3,3,3-trifluoropropyl, wherein each member of group B is optionally substituted  
 15     at any carbon up to and including 5 atoms from the point of attachment of B to  
 A with one or more of the group consisting of  $R^{32}$ ,  $R^{33}$ ,  $R^{34}$ ,  $R^{35}$ , and  $R^{36}$ ;  
 $R^{32}$ ,  $R^{33}$ ,  $R^{34}$ ,  $R^{35}$ , and  $R^{36}$  are independently selected from the  
 group consisting of hydrido, amidino, guanidino, carboxy, methoxy, ethoxy,  
 isopropoxy, propoxy, hydroxy, amino, methoxyamino, ethoxyamino,  
 20     acetamido, trifluoroacetamido, N-methylamino, dimethylamino, N-ethylamino,  
 methylthio, ethylthio, isopropylthio, trifluoromethyl, pentafluoroethyl,  
 2,2,2-trifluoroethyl, 2,2,3,3,3-pentafluoropropyl, trifluoromethoxy,  
 1,1,2,2-tetrafluoroethoxy, fluoro, chloro, bromo, amidosulfonyl,  
 N-methylamidosulfonyl, N,N-dimethylamidosulfonyl, hydroxymethyl,  
 25     1-hydroxyethyl, 2-hydroxyethyl, 2,2,2-trifluoro-1-hydroxyethyl,  
 methoxycarbonyl, ethoxycarbonyl, amidocarbonyl, N-methylamidocarbonyl,  
 N,N-dimethylamidocarbonyl, cyano, and  $Q^b$ ;  
 A is selected from the group consisting of bond, NH, N(CH<sub>3</sub>), N(OH),  
 CH<sub>2</sub>, CH<sub>3</sub>CH, CF<sub>3</sub>CH, NHC(O), N(CH<sub>3</sub>)C(O), C(O)NH, C(O)N(CH<sub>3</sub>),  
 30     CH<sub>2</sub>CH<sub>2</sub>, CH<sub>2</sub>CH<sub>2</sub>CH<sub>2</sub>, CH<sub>3</sub>CHCH<sub>2</sub>, and CF<sub>3</sub>CHCH<sub>2</sub>;

A is optionally selected from the group consisting of  $\text{CH}_2\text{N}(\text{CH}_3)$ ,

$\text{CH}_2\text{N}(\text{CH}_2\text{CH}_3)$ ,  $\text{CH}_2\text{CH}_2\text{N}(\text{CH}_3)$ , and  $\text{CH}_2\text{CH}_2\text{N}(\text{CH}_2\text{CH}_3)$  with the proviso that B is hydrido;

M is N or  $\text{R}^1\text{-C}$ ;

5         $\text{R}^1$  is selected from the group consisting of hydrido, hydroxy, amino, amidino, hydroxyamino, aminomethyl, 1-aminoethyl, methylamino, dimethylamino, cyano, methyl, ethyl, trifluoromethyl, pentafluoroethyl, 2,2,2-trifluoroethyl, methoxy, hydroxymethyl, 1-hydroxyethyl, 2-hydroxyethyl, methoxyamino, methylthio, ethylthio, trifluoromethoxy,

10      1,1,2,2-tetrafluoroethoxy, fluoro, chloro, and bromo;

$\text{R}^2$  is  $\text{Z}^0\text{-Q}$ ;

$\text{Z}^0$  is selected from the group consisting of a bond,  $\text{CH}_2$ ,  $\text{CH}_2\text{CH}_2$ , O,

S, NH,  $\text{N}(\text{CH}_3)$ ,  $\text{OCH}_2$ ,  $\text{SCH}_2$ ,  $\text{N}(\text{H})\text{CH}_2$ , and  $\text{N}(\text{CH}_3)\text{CH}_2$ ;

Q is selected from the group consisting of phenyl, 2-thienyl,

15      3-thienyl, 2-furyl, 3-furyl, 2-pyrrolyl, 3-pyrrolyl, 2-imidazolyl, 4-imidazolyl, 3-pyrazolyl, 4-pyrazolyl, 2-thiazolyl, 3-isoxazolyl, 5-isoxazolyl, 2-pyridyl, 3-pyridyl, 4-pyridyl, 2-pyrazinyl, 2-pyrimidinyl, 4-pyrimidinyl, 5-pyrimidinyl, 3-pyridazinyl, 4-pyridazinyl, and 1,3,5-triazin-2-yl, wherein a carbon adjacent to the carbon at the point of attachment of said phenyl or

20      heteroaryl ring to  $\text{Z}^0$  is optionally substituted by  $\text{R}^9$ , the other carbon adjacent to the carbon at the point of attachment is optionally substituted by  $\text{R}^{13}$ , a

carbon adjacent to  $\text{R}^9$  and two atoms from the carbon at the point of attachment

is optionally substituted by  $\text{R}^{10}$ , a carbon adjacent to  $\text{R}^{13}$  and two atoms from the carbon at the point of attachment is optionally substituted by  $\text{R}^{12}$ , and any

25      carbon adjacent to both  $\text{R}^{10}$  and  $\text{R}^{12}$  is optionally substituted by  $\text{R}^{11}$ ;

$R^9$ ,  $R^{11}$ , and  $R^{13}$  are independently selected from the group consisting of hydrido, amidino, guanidino, carboxy, methyl, ethyl, propyl, isopropyl, methoxy, ethoxy, isopropoxy, propoxy, hydroxy, amino, N-methylamino, N,N-dimethylamino, N-ethylamino, methylthio, ethylthio, isopropylthio, trifluoromethyl, pentafluoroethyl, 2,2,2-trifluoroethyl, 5 2,2,3,3,3-pentafluoropropyl, trifluoromethoxy, 1,1,2,2-tetrafluoroethoxy, fluoro, chloro, bromo, methanesulfonamido, amidosulfonyl, N-methylamidosulfonyl, N,N-dimethylamidosulfonyl, hydroxymethyl, 1-hydroxyethyl, 2-hydroxyethyl, 2,2,2-trifluoro-1-hydroxyethyl, amidocarbonyl, 10 N-methylamidocarbonyl, N,N-dimethylamidocarbonyl, and cyano;

$R^{10}$  and  $R^{12}$  are independently selected from the group consisting of hydrido, amidino, guanidino, carboxy, carboxymethyl, methyl, ethyl, propyl, isopropyl, methoxy, ethoxy, isopropoxy, propoxy, hydroxy, amino, methoxyamino, ethoxyamino, acetamido, trifluoroacetamido, aminomethyl, 15 1-aminoethyl, 2-aminoethyl, N-methylamino, dimethylamino, N-ethylamino, methanesulfonamido, amidosulfonyl, N-methylamidosulfonyl, N,N-dimethylamidosulfonyl, hydroxymethyl, 1-hydroxyethyl, 2-hydroxyethyl, 2,2,2-trifluoro-1-hydroxyethyl, methoxycarbonyl, ethoxycarbonyl, amidocarbonyl, N-methylamidocarbonyl, 20 N,N-dimethylamidocarbonyl, N-benzylamidocarbonyl, N-(2-chlorobenzyl)amidocarbonyl, N-(3-fluorobenzyl)amidocarbonyl, N-(2-trifluoromethylbenzyl)amidocarbonyl, N-(1-phenylethyl)amidocarbonyl, N-(1-methyl-1-phenylethyl)amidocarbonyl, N-benzylamidosulfonyl, N-(2-chlorobenzyl)amidosulfonyl, N-ethylamidocarbonyl, 25 N-isopropylamidocarbonyl, N-propylamidocarbonyl, N-isobutylamidocarbonyl, N-(2-butyl)amidocarbonyl, N-cyclobutylamidocarbonyl, N-cyclopentylamidocarbonyl, N-cyclohexylamidocarbonyl, fluoro, chloro, bromo, cyano, cyclobutoxy, cyclohexoxy, cyclohexylmethoxy, 4-trifluoromethylcyclohexylmethoxy, 30 cyclopentoxy, benzyl, benzyloxy, 4-bromo-3-fluorophenoxy, 3-bromobenzyloxy, 4-bromobenzyloxy, 4-bromobenzylamino, 5-bromopyrid-2-ylmethylamino, 4-butoxyphenamino, 3-chlorobenzyl, 4-chlorophenoxy, 4-chloro-3-ethylphenoxy, 4-chloro-3-ethylbenzylamino, 4-chloro-3-ethylphenylamino, 3-chlorobenzyloxy, 4-chlorobenzyloxy,

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4-chlorobenzylsulfonyl, 4-chlorophenylamino, 4-chlorophenylsulfonyl,  
 5-chloropyrid-3-yloxy, 2-cyanopyrid-3-yloxy, 2,3-difluorobenzylxy,  
 2,4-difluorobenzylxy, 3,4-difluorobenzylxy, 2,5-difluorobenzylxy,  
 3,5-difluorophenoxy, 3,5-difluorobenzylxy, 4-difluoromethoxybenzylxy,  
 5 2,3-difluorophenoxy, 2,4-difluorophenoxy, 2,5-difluorophenoxy,  
 3,5-dimethylphenoxy, 3,4-dimethylphenoxy, 3,4-dimethylbenzylxy,  
 3,5-dimethylbenzylxy, 4-ethoxyphenoxy, 4-ethylbenzylxy, 3-ethylphenoxy,  
 4-ethylaminophenoxy, 3-ethyl-5-methylphenoxy, 4-fluorobenzylxy,  
 2-fluoro-3-trifluoromethylbenzylxy, 3-fluoro-5-trifluoromethylbenzylxy,  
 10 4-fluoro-2-trifluoromethylbenzylxy, 4-fluoro-3-trifluoromethylbenzylxy,  
 2-fluorophenoxy, 4-fluorophenoxy, 2-fluoro-3-trifluoromethylphenoxy,  
 2-fluorobenzylxy, 4-fluorophenylamino, 2-fluoro-4-trifluoromethylphenoxy,  
 4-isopropylbenzylxy, 3-isopropylphenoxy, 4-isopropylphenoxy,  
 4-isopropyl-3-methylphenoxy, 4-isopropylbenzylxy, 3-isopropylphenoxy,  
 15 4-isopropylphenoxy, 4-isopropyl-3-methylphenoxy, phenylamino,  
 1-phenylethoxy, 2-phenylethoxy, 2-phenylethyl, 2-phenylethylamino,  
 phenylsulfonyl, 3-trifluoromethoxybenzylxy, 4-trifluoromethoxybenzylxy,  
 3-trifluoromethoxyphenoxy, 4-trifluoromethoxyphenoxy,  
 3-trifluoromethylbenzylxy, 4-trifluoromethylbenzylxy,  
 20 2,4-bis-trifluoromethylbenzylxy, 3-trifluoromethylbenzyl,  
 3,5-bis-trifluoromethylbenzylxy, 4-trifluoromethylphenoxy,  
 3-trifluoromethylphenoxy, 3-trifluoromethylthiobenzylxy,  
 4-trifluoromethylthiobenzylxy, 2,3,4-trifluorophenoxy, 2,3,5-trifluorophenoxy,  
 3-pentafluoroethylphenoxy, 3-(1,1,2,2-tetrafluoroethoxy)phenoxy, and  
 25 3-trifluoromethylthiophenoxy;

$Y^0$  is selected from the group consisting of:

$1-Q^{b\ s}-4-Q^{s\ 16}-2-R^{17}-3-R^{18}-5-R^{19}-6-R^{19}$  benzene,  
 $2-Q^{b\ s}-5-Q^{s\ 17}-6-R^{18}-4-R^{19}-3-R^{19}$  pyridine,  
 $3-Q^{b\ s}-6-Q^{s\ 16}-2-R^{17}-5-R^{18}-4-R^{19}$  pyridine,  $2-Q^{b\ s}-5-Q^{s\ 16}-3-R^{17}-6-R^{18}$  pyrazine,  
 30  $3-Q^{b\ s}-6-Q^{s\ 18}-2-R^{18}-5-R^{18}-4-R^{19}$  pyridazine,  
 $2-Q^{b\ s}-5-Q^{s\ 17}-6-R^{18}$  pyrimidine,  $5-Q^{b\ s}-2-Q^{s\ 16}-4-R^{19}-6-R^{19}$  pyrimidine,

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$3\text{-Q}^{\text{b}}\text{-5-Q}^{\text{s}}\text{-4-R}^{16}\text{-2-R}^{19}$  thiophene,  $2\text{-Q}^{\text{b}}\text{-5-Q}^{\text{s}}\text{-3-R}^{16}\text{-4-R}^{17}$  thiophene,  
 $3\text{-Q}^{\text{b}}\text{-5-Q}^{\text{s}}\text{-4-R}^{16}\text{-2-R}^{19}$  furan,  $2\text{-Q}^{\text{b}}\text{-5-Q}^{\text{s}}\text{-3-R}^{16}\text{-4-R}^{17}$  furan,  
 $3\text{-Q}^{\text{b}}\text{-5-Q}^{\text{s}}\text{-4-R}^{16}\text{-2-R}^{19}$  pyrrole,  $2\text{-Q}^{\text{b}}\text{-5-Q}^{\text{s}}\text{-3-R}^{16}\text{-4-R}^{17}$  pyrrole,  
 $4\text{-Q}^{\text{b}}\text{-2-Q}^{\text{s}}\text{-5-R}^{19}$  imidazole,  $2\text{-Q}^{\text{b}}\text{-4-Q}^{\text{s}}\text{-5-R}^{17}$  imidazole,  
5     $3\text{-Q}^{\text{b}}\text{-5-Q}^{\text{s}}\text{-4-R}^{16}$  isoxazole,  $5\text{-Q}^{\text{b}}\text{-3-Q}^{\text{s}}\text{-4-R}^{16}$  isoxazole,  
       $2\text{-Q}^{\text{b}}\text{-5-Q}^{\text{s}}\text{-4-R}^{16}$  pyrazole,  $4\text{-Q}^{\text{b}}\text{-2-Q}^{\text{s}}\text{-5-R}^{19}$  thiazole, and  
       $2\text{-Q}^{\text{b}}\text{-5-Q}^{\text{s}}\text{-4-R}^{17}$  thiazole;  
 $R^{16}$ ,  $R^{17}$ ,  $R^{18}$ , and  $R^{19}$  are independently selected from the group  
      consisting of hydrido, methyl, ethyl, isopropyl, propyl, carboxy, amidino,  
10    guanidino, methoxy, ethoxy, isopropoxy, propoxy, hydroxy, amino,  
      aminomethyl, 1-aminoethyl, 2-aminoethyl, N-methylamino, dimethylamino,  
      N-ethylamino, methylthio, ethylthio, isopropylthio, trifluoromethylthio,  
      methylsulfinyl, ethylsulfinyl, methylsulfonyl, ethylsulfonyl, trifluoromethyl,  
      pentafluoroethyl, 2,2,2-trifluoroethyl, 2,2,3,3,3-pentafluoropropyl,  
15    trifluoromethoxy, 1,1,2,2-tetrafluoroethoxy, fluoro, chloro, bromo,  
      hydroxymethyl, 1-hydroxyethyl, 2-hydroxyethyl, and cyano;  
 $R^{16}$  or  $R^{19}$  is optionally selected from the group consisting of  $NR^{20}R^{21}$ ,  
       $C(NR^{25})NR^{23}R^{24}$ , and  $N(R^{26})C(NR^{25})N(R^{23})(R^{24})$ , with the proviso that  $R^{16}$ ,  
       $R^{19}$ , and  $Q^{\text{b}}$  are not simultaneously hydrido;  
20     $Q^{\text{b}}$  is selected from the group consisting of  $NR^{20}R^{21}$ , hydrido,  
       $C(NR^{25})NR^{23}R^{24}$ , and  $N(R^{26})C(NR^{25})N(R^{23})(R^{24})$ , with the proviso that no  
      more than one of  $R^{20}$  and  $R^{21}$  is hydroxy at the same time and with the further  
      proviso that no more than one of  $R^{23}$  and  $R^{24}$  is hydroxy at the same time;  
       $R^{20}$ ,  $R^{21}$ ,  $R^{23}$ ,  $R^{24}$ ,  $R^{25}$ , and  $R^{26}$  are independently selected from the  
25    group consisting of hydrido, methyl, ethyl, propyl, butyl, isopropyl, and hydroxy;

$Q^S$  is selected from the group consisting of a bond,  $\text{CH}_2$ , and  $\text{CH}_2\text{CH}_2$ .

19. Compound of Claim 18 or a pharmaceutically acceptable salt thereof, wherein;

5       B is selected from the group consisting of hydrido, ethyl, 2-propenyl, 2-propynyl, propyl, isopropyl, butyl, 2-butyl, (R)-2-butyl, (S)-2-butyl, *tert*-butyl, isobutyl, 1-pentyl, 3-pentyl, 2-methylbutyl, 2,2,2-trifluoroethyl, 6-amidocarbonylhexyl, 4-methyl-2-pentyl, 3-hydroxypropyl, 1-methoxy-2-propyl, 2-methoxyethyl, 2-methyl-2-butyl, 3-methyl-2-butyl,

10      2-dimethylaminopropyl, 2-cyanoethyl, 6-hydroxyhexyl, 2-hydroxyethyl, 2-amidinoethyl, 2-guanidinoethyl, 3-guanidinopropyl, 4-guanidinobutyl, 3-hydroxypropyl, 4-hydroxybutyl, 6-cyanohexyl, 2-dimethylaminoethyl, 3-methylbutyl, 2-methylbutyl, (S)-2-methylbutyl, 3-aminopropyl, 2-hexyl, and 4-aminobutyl;

15      A is selected from the group consisting of a bond,  $\text{CH}_2$ ,  $\text{NHC(O)}$ ,

$\text{CH}_2\text{CH}_2$ ,  $\text{CH}_2\text{CH}_2\text{CH}_2$ , and  $\text{CH}_3\text{CHCH}_2$ ;

M is N or  $R^1\text{-C}$ ;

20       $R^1$  is selected from the group consisting of hydrido, hydroxy, amino, amidino, hydroxyamino, aminomethyl, methylamino, cyano, methyl, trifluoromethyl, methoxy, hydroxymethyl, methoxyamino, methylthio, trifluoromethoxy, fluoro, and chloro;

$R^2$  is  $Z^0\text{-Q}$ ;

$Z^0$  is selected from the group consisting of a bond,  $\text{CH}_2$ , O, S, NH,

N( $\text{CH}_3$ ),  $\text{OCH}_2$ , and  $\text{SCH}_2$ ;

25      Q is selected from the group consisting of

3-amidocarbonyl-5-aminophenyl, 3-amino-5-(N-benzylamidocarbonyl)phenyl, 3-amino-5-benzylphenyl, 3-amino-5-(2-phenylethyl)phenyl, 3-amino-5-benzylaminophenyl, 3-amino-5-(2-phenylethylamino)phenyl, 3-amino-5-benzylxyloxyphenyl, 3-amino-5-(2-phenylethoxy)phenyl, 30 3-amino-5-(N-(2-chlorobenzyl)amidocarbonyl)phenyl, 3-amino-5-(N-(3-fluorobenzyl)amidocarbonyl)phenyl, 3-amino-5-(N-(2-trifluoromethylbenzyl)amidocarbonyl)phenyl,

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3-amino-5-(N-(1-phenylethyl)amidocarbonyl)phenyl,  
 3-amino-5-(N-(1-methyl-1-phenylethyl)amidocarbonyl)phenyl,  
 3-amino-5-(N-benzylamidosulfonyl)phenyl,  
 3-amino-5-(N-(2-chlorobenzyl)amidosulfonyl)phenyl,  
 5 3-amino-5-(N-ethylamidocarbonyl)phenyl,  
 3-amino-5-(N-isopropylamidocarbonyl)phenyl,  
 3-amino-5-(N-propylamidocarbonyl)phenyl,  
 3-amino-5-(N-isobutylamidocarbonyl)phenyl,  
 3-amino-5-(N-(2-butyl)amidocarbonyl)phenyl,  
 10 3-amino-5-(N-cyclobutylamidocarbonyl)phenyl,  
 3-amino-5-(N-cyclopentylamidocarbonyl)phenyl,  
 3-amino-5-(N-cyclohexylamidocarbonyl)phenyl, 5-amino-2-fluorophenyl,  
 3-amino-5-hydroxymethylphenyl, 5-amino-3-methoxycarbonylphenyl,  
 3-amidinophenyl, 3-amino-2-methylphenyl, 5-amino-2-methylthiophenyl,  
 15 3-aminophenyl, 3-amino-5-(4-trifluoromethylbenzylamino)phenyl,  
 3-amino-5-(4-trifluoromethylbenzyloxy)phenyl, 3-carboxyphenyl,  
 3-carboxy-5-hydroxyphenyl, 3-amino-5-carboxyphenyl, 3-chlorophenyl,  
 2-chlorophenyl, 3-cyanophenyl, 3,5-diaminophenyl, 3-dimethylaminophenyl,  
 2-fluorophenyl, 3-fluorophenyl, 2-hydroxyphenyl, 3-hydroxyphenyl,  
 20 3-methanesulfonylaminophenyl, 2-methoxyphenyl, 3-methoxyphenyl,  
 3-methoxyaminophenyl, 3-methoxycarbonylphenyl, 2-methylaminophenyl,  
 3-methylaminophenyl, 2-methylphenyl, 3-methylphenyl, 4-methylphenyl,  
 phenyl, 3-trifluoroacetamidophenyl, 3-trifluoromethylphenyl,  
 2-trifluoromethylphenyl, 5-amino-2-thienyl, 5-amino-3-thienyl,  
 25 3-bromo-2-thienyl, 3-pyridyl, 4-pyridyl, 2-thienyl, and 3-thienyl;

$Y^0$  is selected from the group consisting of:

$1-Q^b-4-Q^s-2-R^{16}-3-R^{17}-5-R^{18}-6-R^{19}$  benzene,  
 $2-Q^b-5-Q^s-6-R^{17}-4-R^{18}-3-R^{19}$  pyridine,  
 $3-Q^b-6-Q^s-2-R^{16}-5-R^{18}-4-R^{19}$  pyridine,  
 30  $3-Q^b-5-Q^s-4-R^{16}-2-R^{19}$  thiophene, and  $2-Q^b-5-Q^s-3-R^{16}-4-R^{17}$  thiophene;

$R^{16}$  and  $R^{19}$  are independently selected from the group consisting of hydrido, amidino, amino, aminomethyl, methoxy, methylamino, hydroxy, hydroxymethyl, fluoro, chloro, and cyano;

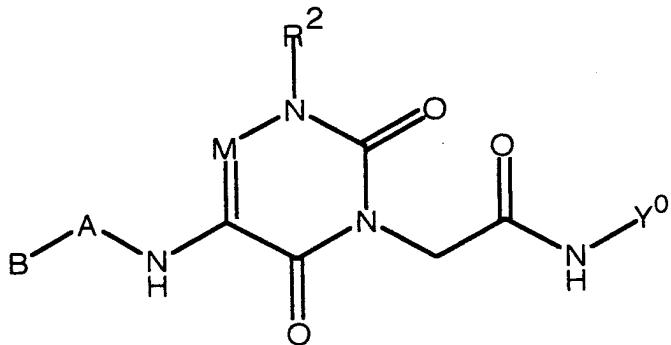
5       $R^{16}$  or  $R^{19}$  is optionally  $C(NR^{25})NR^{23}R^{24}$  with the proviso that  $R^{16}$ ,  $R^{19}$ , and  $Q^b$  are not simultaneously hydrido;

$R^{17}$  and  $R^{18}$  are independently selected from the group consisting of hydrido, fluoro, chloro, hydroxy, hydroxymethyl, amino, carboxy, and cyano;  $Q^b$  is  $C(NR^{25})NR^{23}R^{24}$  or hydrido;

$R^{23}$ ,  $R^{24}$ , and  $R^{25}$  are independently hydrido or methyl;

10      $Q^s$  is  $CH_2$ .

20. Compound of Claim 17 of the Formula:



or a pharmaceutically acceptable salt thereof, wherein;

15     B is selected from the group consisting of hydrido, C2-C8 alkyl, C3-C8 alkenyl, C3-C8 alkynyl, and C2-C8 haloalkyl, wherein each member of group B is optionally substituted at any carbon up to and including 6 atoms from the point of attachment of B to A with one or more of the group consisting of  $R^{32}$ ,

$R^{33}$ ,  $R^{34}$ ,  $R^{35}$ , and  $R^{36}$ ;

20      $R^{32}$ ,  $R^{33}$ ,  $R^{34}$ ,  $R^{35}$ , and  $R^{36}$  are independently selected from the group consisting of hydrido, acetamido, haloacetamido, amidino, guanidino, alkoxy, hydroxy, amino, alkoxyamino, alkylamino, alkylthio, amidosulfonyl,

alkyl, halo, haloalkyl, haloalkoxy, hydroxyalkyl, carboalkoxy, carboxy, carboxamido, cyano, and Q<sup>b</sup>;

A is a bond or (CH(R<sup>15</sup>))<sub>pa</sub>-(W<sup>7</sup>)<sub>rr</sub> wherein rr is 0 or 1, pa is an integer selected from 0 through 3, and W<sup>7</sup> is N(R<sup>7</sup>);

5 R<sup>7</sup> is hydrido or alkyl;

R<sup>15</sup> is selected from the group consisting of hydrido, halo, alkyl, and haloalkyl;

M is N or R<sup>1</sup>-C;

R<sup>1</sup> is selected from the group consisting of hydrido, hydroxy, 10 hydroxyamino, amidino, amino, cyano, hydroxyalkyl, alkoxy, alkyl, alkylamino, aminoalkyl, alkylthio, alkoxyamino, haloalkyl, haloalkoxy, and halo;

R<sup>2</sup> is Z<sup>0</sup>-Q;

Z<sup>0</sup> is a bond;

Q is phenyl or a heteroaryl of 5 or 6 ring members, wherein a carbon 15 adjacent to the carbon at the point of attachment of said phenyl or heteroaryl ring to Z<sup>0</sup> is optionally substituted by R<sup>9</sup>, the other carbon adjacent to the

carbon at the point of attachment is optionally substituted by R<sup>13</sup>, a carbon adjacent to R<sup>9</sup> and two atoms from the carbon at the point of attachment is

optionally substituted by R<sup>10</sup>, a carbon adjacent to R<sup>13</sup> and two atoms from the 20 carbon at the point of attachment is optionally substituted by R<sup>12</sup>, and any carbon adjacent to both R<sup>10</sup> and R<sup>12</sup> is optionally substituted by R<sup>11</sup>;

R<sup>9</sup>, R<sup>11</sup>, and R<sup>13</sup> are independently selected from the group consisting of hydrido, hydroxy, amino, amidino, guanidino, alkylamino, alkylthio, alkoxy, alkylsulfinyl, alkylsulfonyl, amidosulfonyl, alkyl, halo, haloalkyl, haloalkoxy, hydroxyalkyl, carboxy, carboxamido, and cyano;

$R^{10}$  and  $R^{12}$  are independently selected from the group consisting of hydrido, acetamido, haloacetamido, amidino, guanidino, alkyl, alkoxy, alkoxyamino, hydroxy, amino, alkylamino, alkylsulfonamido, amidosulfonyl, hydroxyalkyl, aminoalkyl, halo, haloalkyl, carboalkoxy, carboxy, carboxamido, 5 carboxyalkyl, and cyano;

$Y^0$  is phenyl or a heteroaryl of 5 or 6 ring members, wherein one carbon of said phenyl or said heteroaryl is substituted by  $Q^S$ , a carbon two or three atoms from the point of attachment of  $Q^S$  to said phenyl or said heteroaryl is substituted by  $Q^b$ , a carbon adjacent to the point of attachment of  $Q^S$  is 10 optionally substituted by  $R^{17}$ , another carbon adjacent to the point of attachment of  $Q^S$  is optionally substituted by  $R^{18}$ , a carbon adjacent to  $Q^b$  is optionally substituted by  $R^{16}$ , and another carbon adjacent to  $Q^b$  is optionally substituted by  $R^{19}$ ;

$R^{16}$ ,  $R^{17}$ ,  $R^{18}$ , and  $R^{19}$  are independently selected from the group 15 consisting of hydrido, amidino, guanidino, carboxy, haloalkylthio, alkoxy, hydroxy, amino, alkylamino, alkylthio, alkylsulfinyl, alkylsulfonyl, alkanoyl, haloalkanoyl, alkyl, halo, haloalkyl, haloalkoxy, hydroxyalkyl, aminoalkyl, and cyano;

$R^{16}$  or  $R^{19}$  is optionally selected from the group consisting of 20  $NR^{20}R^{21}$ ,  $N(R^{26})C(NR^{25})N(R^{23})(R^{24})$ , and  $C(NR^{25})NR^{23}R^{24}$ , with the proviso that  $R^{16}$ ,  $R^{19}$ , and  $Q^b$  are not simultaneously hydrido;

$Q^b$  is selected from the group consisting of  $NR^{20}R^{21}$ , hydrido,  $N(R^{26})C(NR^{25})N(R^{23})(R^{24})$ , and  $C(NR^{25})NR^{23}R^{24}$ ;  $R^{20}$ ,  $R^{21}$ ,  $R^{23}$ ,  $R^{24}$ ,  $R^{25}$ , and  $R^{26}$  are independently hydrido or alkyl; 25  $Q^S$  is  $CH_2$ .

21. Compound of Claim 20 or a pharmaceutically acceptable salt thereof, wherein;

B is selected from the group consisting of hydrido, ethyl, 2-propenyl, 2-propynyl, propyl, isopropyl, butyl, 2-butenyl, 2-butynyl, sec-butyl, *tert*-butyl, 5 isobutyl, 2-methylpropenyl, 1-pentyl, 2-pentenyl, 3-pentenyl, 2-pentynyl, 3-pentynyl, 2-pentyl, 3-pentyl, 2-methylbutyl, 2-methyl-2-butenyl, 3-methylbutyl, 3-methyl-2-butynyl, 1-hexyl, 2-hexenyl, 3-hexenyl, 4-hexenyl, 2-hexynyl, 3-hexynyl, 4-hexynyl, 2-hexyl, 1-methyl-2-pentenyl, 10 1-methyl-3-pentenyl, 1-methyl-2-pentynyl, 1-methyl-3-pentynyl, 3-hexyl, 1-ethyl-2-butynyl, 1-heptyl, 2-heptenyl, 3-heptenyl, 4-heptenyl, 5-heptenyl, 2-heptynyl, 3-heptynyl, 4-heptynyl, 5-heptynyl, 2-heptyl, 1-methyl-2-hexenyl, 1-methyl-3-hexenyl, 1-methyl-4-hexenyl, 1-methyl-2-hexynyl, 1-methyl-3-hexynyl, 1-methyl-4-hexynyl, 3-heptyl, 1-ethyl-2-pentenyl, 15 1-ethyl-3-pentenyl, 1-ethyl-2-pentynyl, 1-ethyl-3-pentynyl, 2,2,2-trifluoroethyl, 2,2-difluoropropyl, 4-trifluoromethyl-5,5,5-trifluoropentyl, 4-trifluoromethylpentyl, 5,5,6,6,6-pentafluorohexyl, and 3,3,3-trifluoropropyl, wherein each member of group B is optionally substituted at any carbon up to and including 5 atoms from the point of attachment of B to A with one or more of the group consisting of R<sup>32</sup>, R<sup>33</sup>, R<sup>34</sup>, R<sup>35</sup>, and R<sup>36</sup>;

20 R<sup>32</sup>, R<sup>33</sup>, R<sup>34</sup>, R<sup>35</sup>, and R<sup>36</sup> are independently selected from the group consisting of hydrido, amidino, guanidino, methyl, ethyl, methoxy, ethoxy, hydroxy, amino, N-methylamino, dimethylamino, methoxyamino, methylthio, ethylthio, trifluoromethyl, pentafluoroethyl, 2,2,2-trifluoroethyl, fluoro, chloro, bromo, amidosulfonyl, N-methylamidosulfonyl, hydroxymethyl, 25 amidocarbonyl, carboxy, cyano, and Q<sup>b</sup>;

A is selected from the group consisting of a bond, NH, N(CH<sub>3</sub>), CH<sub>2</sub>,

CH<sub>3</sub>CH, and CH<sub>2</sub>CH<sub>2</sub>;

A is optionally selected from the group consisting of CH<sub>2</sub>N(CH<sub>3</sub>), CH<sub>2</sub>N(CH<sub>2</sub>CH<sub>3</sub>), CH<sub>2</sub>CH<sub>2</sub>N(CH<sub>3</sub>), and CH<sub>2</sub>CH<sub>2</sub>N(CH<sub>2</sub>CH<sub>3</sub>) with the proviso that B is hydrido;

M is N or R<sup>1</sup>-C;

$R^1$  is selected from the group consisting of hydrido, hydroxy, hydroxymethyl, amino, aminomethyl, methylamino, cyano, methyl, trifluoromethyl, methoxy, methylthio, trifluoromethoxy, fluoro, and chloro;

5             $R^2$  is selected from the group consisting of phenyl, 2-thienyl, 2-furyl,  
2-pyrrolyl, 2-imidazolyl, 2-thiazolyl, 3-isoxazolyl, 2-pyridyl, and 3-pyridyl,  
wherein a carbon adjacent to the carbon at the point of attachment of said  
phenyl or heteroaryl ring to the uracil ring is optionally substituted by  $R^9$ , the  
other carbon adjacent to the carbon at the point of attachment is optionally  
10 substituted by  $R^{13}$ , a carbon adjacent to  $R^9$  and two atoms from the carbon at  
the point of attachment is optionally substituted by  $R^{10}$ , a carbon adjacent to  
 $R^{13}$  and two atoms from the carbon at the point of attachment is optionally  
substituted by  $R^{12}$ , and any carbon adjacent to both  $R^{10}$  and  $R^{12}$  is optionally  
substituted by  $R^{11}$ ;

15         $R^9$ ,  $R^{11}$ , and  $R^{13}$  are independently selected from the group consisting of hydrido, methyl, ethyl, methoxy, ethoxy, hydroxy, amino, N-methylamino, N,N-dimethylamino, methylthio, trifluoromethyl, pentafluoroethyl, 2,2,2-trifluoroethyl, fluoro, chloro, bromo, amidosulfonyl, N-methylamidosulfonyl, N,N-dimethylamidosulfonyl, hydroxymethyl, 20 1-hydroxyethyl, amidocarbonyl, N-methylamidocarbonyl, carboxy, and cyano;  
R<sup>10</sup> and R<sup>12</sup> are independently selected from the group consisting of hydrido, amidino, amidocarbonyl, N-methylamidocarbonyl, N-benzylamidocarbonyl, N-(2-chlorobenzyl)amidocarbonyl, N-(3-fluorobenzyl)amidocarbonyl, N-(2-trifluoromethylbenzyl)amidocarbonyl, 25 N-(1-phenylethyl)amidocarbonyl, N-(1-methyl-1-phenylethyl)amidocarbonyl, N-benzylamidosulfonyl, N-(2-chlorobenzyl)amidosulfonyl, N-ethylamidocarbonyl, N-isopropylamidocarbonyl, N-propylamidocarbonyl, N-isobutylamidocarbonyl, N-(2-butyl)amidocarbonyl, N-cyclobutylamidocarbonyl, N-cyclopentylamidocarbonyl,

N-cyclohexylamidocarbonyl, guanidino, methyl, ethyl, methoxy, ethoxy, hydroxy, hydroxymethyl, 1-hydroxyethyl, 2-hydroxyethyl, carboxy, carboxymethyl, amino, acetamido, trifluoromethyl, pentafluoroethyl, 2,2,2-trifluoroethyl, trifluoroacetamido, aminomethyl, N-methylamino, 5 dimethylamino, methoxyamino, amidosulfonyl, N-methylamidosulfonyl, N,N-dimethylamidosulfonyl, methanesulfonamido, methoxycarbonyl, fluoro, chloro, bromo, and cyano;

$Y^0$  is selected from the group consisting of:

10  $1-Q^b-4-Q^s-2-R^{16}-3-R^{17}-5-R^{18}-6-R^{19}$  benzene,  
 $2-Q^b-5-Q^s-6-R^{17}-4-R^{18}-3-R^{19}$  pyridine,  $2-Q^b-5-Q^s-3-R^{16}-4-R^{17}$  thiophene,  
 $3-Q^b-6-Q^s-2-R^{16}-5-R^{18}-4-R^{19}$  pyridine,  $3-Q^b-5-Q^s-4-R^{16}-2-R^{19}$  thiophene,  
 $3-Q^b-5-Q^s-4-R^{16}-2-R^{19}$  furan,  $2-Q^b-5-Q^s-3-R^{16}-4-R^{17}$  furan,  
 $3-Q^b-5-Q^s-4-R^{16}-2-R^{19}$  pyrrole,  $2-Q^b-5-Q^s-3-R^{16}-4-R^{17}$  pyrrole,  
 $4-Q^b-2-Q^s-5-R^{19}$  thiazole, and  $2-Q^b-5-Q^s-4-R^{17}$  thiazole;

15  $R^{16}, R^{17}, R^{18}$ , and  $R^{19}$  are independently selected from the group consisting of hydrido, methyl, ethyl, amidino, guanidino, methoxy, hydroxy, amino, aminomethyl, 1-aminoethyl, 2-aminoethyl, N-methylamino, dimethylamino, methylthio, ethylthio, trifluoromethylthio, methylsulfinyl, methylsulfonyl, trifluoromethyl, pentafluoroethyl, 2,2,2-trifluoroethyl, 20 trifluoromethoxy, fluoro, chloro, hydroxymethyl, carboxy, and cyano;

20  $Q^b$  is selected from the group consisting of  $NR^{20}R^{21}$ ,  
 $C(NR^{25})NR^{23}R^{24}$ , and  $N(R^{26})C(NR^{25})N(R^{23})(R^{24})$ ;  
 $R^{20}, R^{21}, R^{23}, R^{24}, R^{25}$ , and  $R^{26}$  are independently selected from the group consisting of hydrido, methyl, and ethyl;

25  $Q^s$  is  $CH_2$ .

22. Compound of Claim 21 or a pharmaceutically acceptable salt thereof, wherein;

B is selected from the group consisting of hydrido, ethyl, 2-propenyl, 2-propynyl, propyl, isopropyl, butyl, 2-butyl, (R)-2-butyl, (S)-2-butyl, *tert*-butyl, isobutyl, 1-pentyl, 3-pentyl, 2-methylbutyl, 2,2,2-trifluoroethyl, 6-amidocarbonylhexyl, 4-methyl-2-pentyl, 3-hydroxypropyl,

5 1-methoxy-2-propyl, 2-methoxyethyl, 2-methyl-2-butyl, 3-methyl-2-butyl, 2-dimethylaminopropyl, 2-cyanoethyl, 6-hydroxyhexyl, 2-hydroxyethyl, 2-amidinoethyl, 2-guanidinoethyl, 3-guanidinopropyl, 4-guanidinobutyl, 3-hydroxypropyl, 4-hydroxybutyl, 6-cyanohexyl, 2-dimethylaminoethyl, 3-methylbutyl, 2-methylbutyl, (S)-2-methylbutyl, 3-aminopropyl, 2-hexyl, and

10 4-aminobutyl;

A is selected from the group consisting of a bond, CH<sub>2</sub>, CH<sub>3</sub>CH, and CH<sub>2</sub>CH<sub>2</sub>:

M is N or R<sup>1</sup>-C;

R<sup>1</sup> is selected from the group consisting of hydrido, hydroxy, hydroxymethyl, amino, aminomethyl, cyano, methyl, trifluoromethyl, and fluoro;;

R<sup>2</sup> is selected from the group consisting of

3-amidocarbonyl-5-aminophenyl, 3-amidocarbonyl-5-aminophenyl,  
 3-amino-5-(N-benzylamidocarbonyl)phenyl,

20 3-amino-5-(N-(2-chlorobenzyl)amidocarbonyl)phenyl,  
 3-amino-5-(N-(3-fluorobenzyl)amidocarbonyl)phenyl,  
 3-amino-5-(N-(2-trifluoromethylbenzyl)amidocarbonyl)phenyl,  
 3-amino-5-(N-(1-phenylethyl)amidocarbonyl)phenyl,  
 3-amino-5-(N-(1-methyl-1-phenylethyl)amidocarbonyl)phenyl,

25 3-amino-5-(N-benzylamidosulfonyl)phenyl,  
 3-amino-5-(N-(2-chlorobenzyl)amidosulfonyl)phenyl,  
 3-amino-5-(N-ethylamidocarbonyl)phenyl,  
 3-amino-5-(N-isopropylamidocarbonyl)phenyl,  
 3-amino-5-(N-propylamidocarbonyl)phenyl,

30 3-amino-5-(N-isobutylamidocarbonyl)phenyl,  
 3-amino-5-(N-(2-butyl)amidocarbonyl)phenyl,  
 3-amino-5-(N-cyclobutylamidocarbonyl)phenyl,  
 3-amino-5-(N-cyclopentylamidocarbonyl)phenyl,

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3-amino-5-(N-cyclohexylamidocarbonyl)phenyl, 5-amino-2-fluorophenyl,  
 3-amino-5-hydroxymethylphenyl, 5-amino-3-methoxycarbonylphenyl,  
 3-amidinophenyl, 3-amino-2-methylphenyl, 5-amino-2-methylthiophenyl,  
 3-aminophenyl, 3-carboxyphenyl, 3-carboxy-5-aminophenyl,  
 5 3-carboxy-5-hydroxyphenyl, 3-carboxymethyl-5-aminophenyl,  
 3-carboxymethyl-5-hydroxyphenyl, 3-carboxymethylphenyl, 3-chlorophenyl,  
 2-chlorophenyl, 3-cyanophenyl, 3,5-diaminophenyl, 3-dimethylaminophenyl,  
 2-fluorophenyl, 3-fluorophenyl, 2,5-difluorophenyl, 2-hydroxyphenyl,  
 3-hydroxyphenyl, 3-methanesulfonylaminophenyl, 2-methoxyphenyl,  
 10 3-methoxyphenyl, 3-methoxyaminophenyl, 3-methoxycarbonylphenyl,  
 2-methylaminophenyl, 3-methylaminophenyl, 2-methylphenyl, 3-methylphenyl,  
 4-methylphenyl, phenyl, 3-trifluoroacetamidophenyl, 3-trifluoromethylphenyl,  
 2-trifluoromethylphenyl, 5-amino-2-thienyl, 5-amino-3-thienyl,  
 3-bromo-2-thienyl, 3-pyridyl, 4-pyridyl, 2-thienyl, and 3-thienyl;

15  $Y^0$  is selected from the group consisting of:  
 $1-Q^b-4-Q^s-2-R^{16}-3-R^{17}-5-R^{18}-6-R^{19}$  benzene,  
 $2-Q^b-5-Q^s-6-R^{17}-4-R^{18}-3-R^{19}$  pyridine,  
 $3-Q^b-6-Q^s-2-R^{16}-5-R^{18}-4-R^{19}$  pyridine,  
 $3-Q^b-5-Q^s-4-R^{16}-2-R^{19}$  thiophene, and  $2-Q^b-5-Q^s-3-R^{16}-4-R^{17}$  thiophene;

20  $R^{16}$  and  $R^{19}$  are independently selected from the group consisting of  
 hydrido, amidino, amino, aminomethyl, methoxy, methylamino, hydroxy,  
 hydroxymethyl, fluoro, chloro, and cyano;  
 $R^{17}$  and  $R^{18}$  are independently selected from the group consisting of  
 hydrido, fluoro, chloro, hydroxy, hydroxymethyl, amino, carboxy, and cyano;

25  $Q^b$  is  $C(NR^{25})NR^{23}R^{24}$ ;  
 $R^{23}$ ,  $R^{24}$ , and  $R^{25}$  are independently hydrido or methyl;  
 $Q^s$  is  $CH_2$ .

23. Compound of Claim 22 or a pharmaceutically acceptable salt thereof, wherein;

B is selected from the group consisting of hydrido, ethyl, 2-propenyl, 2-propynyl, propyl, isopropyl, butyl, 2-butyl, (R)-2-butyl, (S)-2-butyl, 5 *tert*-butyl, isobutyl, 1-pentyl, 3-pentyl, 2-methylbutyl, 2,2,2-trifluoroethyl, 6-amidocarbonylhexyl, 4-methyl-2-pentyl, 3-hydroxypropyl, 1-methoxy-2-propyl, 2-methoxyethyl, 2-methyl-2-butyl, 3-methyl-2-butyl, 2-dimethylaminopropyl, 2-cyanoethyl, 6-hydroxyhexyl, 2-hydroxyethyl, 2-amidinoethyl, 2-guanidinoethyl, 3-guanidinopropyl, 4-guanidinobutyl, 10 3-hydroxypropyl, 4-hydroxybutyl, 6-cyanohexyl, 2-dimethylaminoethyl, 3-methylbutyl, 2-methylbutyl, (S)-2-methylbutyl, 3-aminopropyl, 2-hexyl, and 4-aminobutyl;

A is selected from the group consisting of a bond, CH<sub>2</sub>, CH<sub>3</sub>CH, and

CH<sub>2</sub>CH<sub>2</sub>;

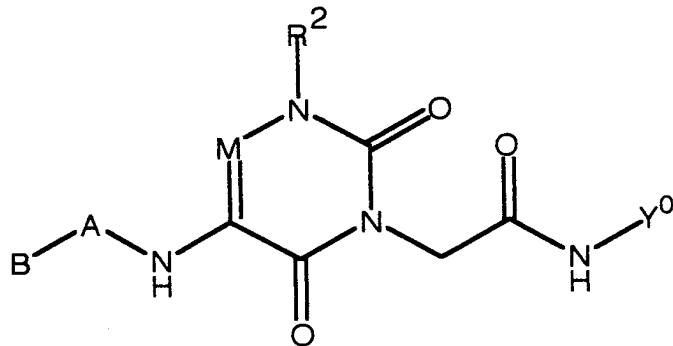
15 M is N or R<sup>1</sup>-C;

R<sup>1</sup> is selected from the group consisting of hydrido, hydroxy, hydroxymethyl, amino, aminomethyl, cyano, methyl, trifluoromethyl, and fluoro;

R<sup>2</sup> is selected from the group consisting of  
 20 3-amidocarbonyl-5-aminophenyl, 3-amino-5-(N-benzylamidocarbonyl)phenyl, 3-amino-5-(N-(2-chlorobenzyl)amidocarbonyl)phenyl, 3-amino-5-(N-(3-fluorobenzyl)amidocarbonyl)phenyl, 3-amino-5-(N-(2-trifluoromethylbenzyl)amidocarbonyl)phenyl, 3-amino-5-(N-(1-phenylethyl)amidocarbonyl)phenyl,  
 25 3-amino-5-(N-(1-methyl-1-phenylethyl)amidocarbonyl)phenyl, 3-amino-5-(N-benzylamidosulfonyl)phenyl, 3-amino-5-(N-(2-chlorobenzyl)amidosulfonyl)phenyl, 3-amino-5-(N-ethylamidocarbonyl)phenyl, 3-amino-5-(N-isopropylamidocarbonyl)phenyl,  
 30 3-amino-5-(N-propylamidocarbonyl)phenyl, 3-amino-5-(N-isobutylamidocarbonyl)phenyl, 3-amino-5-(N-(2-butyl)amidocarbonyl)phenyl, 3-amino-5-(N-cyclobutylamidocarbonyl)phenyl,

3-amino-5-(N-cyclopentylamidocarbonyl)phenyl,  
 3-amino-5-(N-cyclohexylamidocarbonyl)phenyl, 3-aminophenyl,  
 3-carboxy-5-aminophenyl, 3-chlorophenyl, 3,5-diaminophenyl,  
 3-dimethylaminophenyl, 3-hydroxyphenyl, 3-methanesulfonylaminophenyl,  
 5 3-methylaminophenyl, 2-methylphenyl, 3-methylphenyl, phenyl,  
 3-trifluoroacetamidophenyl, 3-bromo-2-thienyl, 2-thienyl, and 3-thienyl;  
 $Y^0$  is selected from the group consisting of 5-amidino-2-thienylmethyl,  
 4-amidinobenzyl, 2-fluoro-4-amidinobenzyl, and 3-fluoro-4-amidinobenzyl.

10 24. Compound of Claim 17 where said compound is selected from the group of  
 the Formula:



or a pharmaceutically acceptable salt thereof, wherein;

15  $R^2$  is 3-aminophenyl, B is 2,2,2-trifluoroethyl, A is single bond,  $Y^0$  is 4-  
 amidinobenzyl, and M is CH;

$R^2$  is 3-aminophenyl, B is (S)-2-butyl, A is single bond,  $Y^0$  is 4-  
 amidinobenzyl, and M is CH;

$R^2$  is 5-amino-2-fluorophenyl, B is isopropyl, A is single bond,  $Y^0$  is 4-  
 amidinobenzyl, and M is CH;

20  $R^2$  is 2-methyl-3-aminophenyl, B is isopropyl, A is single bond,  $Y^0$  is 4-  
 amidinobenzyl, and M is CH;

$R^2$  is 3-aminophenyl, B is ethyl, A is single bond,  $Y^0$  is 4-amidinobenzyl,  
 and M is CH;

25  $R^2$  is 3-aminophenyl, B is ethyl, A is single bond,  $Y^0$  is 4-amidino-2-  
 fluorobenzyl, and M is CH;

$R^2$  is 3-aminophenyl, B is 2-propenyl, A is single bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3-aminophenyl, B is isopropyl, A is single bond,  $Y^0$  is 4-amidino-2-fluorobenzyl, and M is CH;

5        $R^2$  is 3-aminophenyl, B is isopropyl, A is single bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3-aminophenyl, B is 2-butyl, A is single bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

10       $R^2$  is 3-aminophenyl, B is (R)-2-butyl, A is single bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3-aminophenyl, B is 2-propynyl, A is single bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3-aminophenyl, B is 3-pentyl, A is single bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

15       $R^2$  is 3-aminophenyl, B is hydrido, A is  $CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3-aminophenyl, B is ethyl, A is  $CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is CH;

20       $R^2$  is 3-aminophenyl, B is 2-methypropyl, A is single bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3-aminophenyl, B is 2-propyl, A is  $CH_3CH$ ,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3-aminophenyl, B is propyl, A is single bond,  $Y^0$  is 4-amidino-2-fluorobenzyl, and M is CH;

25       $R^2$  is 3-aminophenyl, B is 6-amidocarbonylhexyl, A is single bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3-aminophenyl, B is tert-butyl, A is single bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3-aminophenyl, B is tert-butyl, A is single bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3-aminophenyl, B is 3-hydroxypropyl, A is single bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

5       $R^2$  is 3-aminophenyl, B is 2-methylpropyl, A is single bond,  $Y^0$  is 4-amidino-2-fluorobenzyl, and M is CH;

$R^2$  is 3-aminophenyl, B is butyl, A is single bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

10      $R^2$  is 3-aminophenyl, B is 1-methoxy-2-propyl, A is single bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3-aminophenyl, B is 2-methoxyethyl, A is single bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

15      $R^2$  is 3-aminophenyl, B is 2-propyl, A is single bond,  $Y^0$  is 5-amidino-2-thienylmethyl, and M is CH;

$R^2$  is 3-aminophenyl, B is 2-propyl, A is single bond,  $Y^0$  is 4-amidino-3-fluorobenzyl, and M is CH;

$R^2$  is 3-carboxyphenyl, B is 2-propyl, A is single bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

20      $R^2$  is 3-aminophenyl, B is 2-propyl, A is single bond,  $Y^0$  is 4-amidino-3-fluorobenzyl, and M is CH;

$R^2$  is 3-aminophenyl, B is 2,2,2-trifluoroethyl, A is single bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

$R^2$  is 3-aminophenyl, B is (S)-2-butyl, A is single bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

25      $R^2$  is 5-amino-2-fluorophenyl, B is isopropyl, A is single bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

$R^2$  is 2-methyl-3-aminophenyl, B is isopropyl, A is single bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

$R^2$  is 3-aminophenyl,  $B$  is ethyl,  $A$  is single bond,  $Y^0$  is 4-amidinobenzyl, and  $M$  is N;

$R^2$  is 3-aminophenyl,  $B$  is ethyl,  $A$  is single bond,  $Y^0$  is 4-amidino-2-fluorobenzyl, and  $M$  is N;

5        $R^2$  is 3-aminophenyl,  $B$  is 2-propenyl,  $A$  is single bond,  $Y^0$  is 4-amidinobenzyl, and  $M$  is N;

$R^2$  is 3-aminophenyl,  $B$  is isopropyl,  $A$  is single bond,  $Y^0$  is 4-amidino-2-fluorobenzyl, and  $M$  is N;

10       $R^2$  is 3-aminophenyl,  $B$  is isopropyl,  $A$  is single bond,  $Y^0$  is 4-amidinobenzyl, and  $M$  is N;

$R^2$  is 3-aminophenyl,  $B$  is 2-butyl,  $A$  is single bond,  $Y^0$  is 4-amidinobenzyl, and  $M$  is N;

15       $R^2$  is 3-aminophenyl,  $B$  is (R)-2-butyl,  $A$  is single bond,  $Y^0$  is 4-amidinobenzyl, and  $M$  is N;

$R^2$  is 3-aminophenyl,  $B$  is 2-propynyl,  $A$  is single bond,  $Y^0$  is 4-amidinobenzyl, and  $M$  is N;

20       $R^2$  is 3-aminophenyl,  $B$  is 3-pentyl,  $A$  is single bond,  $Y^0$  is 4-amidinobenzyl, and  $M$  is N;

$R^2$  is 3-aminophenyl,  $B$  is hydrido,  $A$  is  $CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and  $M$  is N;

25       $R^2$  is 3-aminophenyl,  $B$  is ethyl,  $A$  is  $CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and  $M$  is N;

$R^2$  is 3-aminophenyl,  $B$  is 2-methypropyl,  $A$  is single bond,  $Y^0$  is 4-amidinobenzyl, and  $M$  is N;

$R^2$  is 3-aminophenyl,  $B$  is 2-propyl,  $A$  is  $CH_3CH$ ,  $Y^0$  is 4-amidinobenzyl, and  $M$  is N;

$R^2$  is 3-aminophenyl,  $B$  is propyl,  $A$  is single bond,  $Y^0$  is 4-amidino-2-fluorobenzyl, and  $M$  is N;

$R^2$  is 3-aminophenyl, B is 6-amidocarbonylhexyl, A is single bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

$R^2$  is 3-aminophenyl, B is tert-butyl, A is single bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

5        $R^2$  is 3-aminophenyl, B is tert-butyl, A is single bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

$R^2$  is 3-aminophenyl, B is 3-hydroxypropyl, A is single bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

10       $R^2$  is 3-aminophenyl, B is 2-methylpropyl, A is single bond,  $Y^0$  is 4-amidino-2-fluorobenzyl, and M is N;

$R^2$  is 3-aminophenyl, B is butyl, A is single bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

$R^2$  is 3-aminophenyl, B is 1-methoxy-2-propyl, A is single bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

15       $R^2$  is 3-aminophenyl, B is 2-methoxyethyl, A is single bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

$R^2$  is 3-aminophenyl, B is 2-propyl, A is single bond,  $Y^0$  is 5-amidino-2-thienylmethyl, and M is N;

20       $R^2$  is 3-aminophenyl, B is 2-propyl, A is single bond,  $Y^0$  is 4-amidino-3-fluorobenzyl, and M is N;

$R^2$  is 3-carboxyphenyl, B is 2-propyl, A is single bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

$R^2$  is 3-aminophenyl, B is 2-propyl, A is single bond,  $Y^0$  is 4-amidino-3-fluorobenzyl, and M is CH;

25       $R^2$  is 3-amino-5-carboxyphenyl, B is isopropyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3-amino-5-carbomethoxyphenyl, B is isopropyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3-aminophenyl, B is isopropyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CCl;

$R^2$  is 3-amino-5-carboxamidophenyl, B is isopropyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

5        $R^2$  is 3-amino-5-(N-benzyl-N-methylamidocarbonyl)phenyl, B is isopropyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3-amino-5-(N-(1-phenylethyl)amidocarbonyl)phenyl, B is isopropyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

10       $R^2$  is 3-amino-5-(N-(2-phenyl-2-propyl)amidocarbonyl)phenyl, B is isopropyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3-amino-5-(N-(2,4-dichlorobenzyl)amidocarbonyl)phenyl, B is isopropyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3-amino-5-(N-(4-bromobenzyl)amidocarbonyl)phenyl, B is isopropyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

15       $R^2$  is 3-amino-5-(N-benzylamidocarbonyl)phenyl, B is isopropyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3-amino-5-(N-(2-chlorobenzyl)amidocarbonyl)phenyl, B is isopropyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3-amino-5-(N-(2-trifluoromethylbenzyl)amidocarbonyl)phenyl, B is isopropyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3-amino-5-(N-(3-fluorobenzyl)amidocarbonyl)phenyl, B is isopropyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3-amino-5-(N-(3-trifluoromethylbenzyl)amidocarbonyl)phenyl, B is isopropyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

25       $R^2$  is 3-amino-5-(N-isobutylamidocarbonyl)phenyl, B is isopropyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

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$R^2$  is 3-amino-5-(N-cyclobutylamidocarbonyl)phenyl, B is isopropyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3-amino-5-(N-cyclopentylamidocarbonyl)phenyl, B is isopropyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

5        $R^2$  is 3-amino-5-(N-cycloheptylamidocarbonyl)phenyl, B is isopropyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3-amino-5-(N-(2-pyridylmethyl)amidocarbonyl)phenyl, B is isopropyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

10       $R^2$  is 3-amino-5-(N-(3-pyridylmethyl)amidocarbonyl)phenyl, B is isopropyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3-amino-5-(N-(2-(4-methoxyphenyl)ethyl)amidocarbonyl)phenyl, B is isopropyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

15       $R^2$  is 3-amino-5-(N-(3-phenylpropyl)amidocarbonyl)phenyl, B is isopropyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3-amino-5-(N-(2,2-diphenylethyl)amidocarbonyl)phenyl, B is isopropyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

20       $R^2$  is 3-amino-5-(N-(2-naphthylmethyl)amidocarbonyl)phenyl, B is isopropyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3-amino-5-(N-(1,2,3,4-tetrahydronaphth-2-ylmethyl)amidocarbonyl)phenyl, B is isopropyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

25       $R^2$  is 3-aminophenyl, B is 2-propyl, A is a bond,  $Y^0$  is 4-amidino-3-fluorobenzyl, and M is CH;

$R^2$  is 3,5-diaminophenyl, B is 2,2,2-trifluoroethyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3,5-diaminophenyl, B is (S)-2-butyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3,5-diaminophenyl, B is isopropyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3,5-diaminophenyl, B is isopropyl, A is a bond,  $Y^0$  is 4-amidino-2-fluorobenzylbenzyl, and M is CH;

5        $R^2$  is 3,5-diaminophenyl, B is ethyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3,5-diaminophenyl, B is ethyl, A is a bond,  $Y^0$  is 4-amidino-2-fluorobenzyl, and M is CH;

10       $R^2$  is 3-amino-5-carboxyphenyl, B is 2,2,2-trifluoroethyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3-amino-5-carboxyphenyl, B is (S)-2-butyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3-amino-5-carboxyphenyl, B is isopropyl, A is a bond,  $Y^0$  is 4-amidino-2-fluorobenzylbenzyl, and M is CH;

15       $R^2$  is 3-amino-5-carboxyphenyl, B is ethyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3-amino-5-carboxyphenyl, B is ethyl, A is a bond,  $Y^0$  is 4-amidino-2-fluorobenzyl, and M is CH;

20       $R^2$  is 3-amino-5-(N-benzylamidocarbonyl)phenyl, B is 2,2,2-trifluoroethyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3-amino-5-(N-benzylamidocarbonyl)phenyl, B is (S)-2-butyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3-amino-5-(N-benzylamidocarbonyl)phenyl, B is isopropyl, A is a bond,  $Y^0$  is 4-amidino-2-fluorobenzylbenzyl, and M is CH;

25       $R^2$  is 3-amino-5-(N-benzylamidocarbonyl)phenyl, B is ethyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3-amino-5-(N-benzylamidocarbonyl)phenyl, B is ethyl, A is a bond,  $Y^0$  is 4-amidino-2-fluorobenzyl, and M is CH;

$R^2$  is 3-amino-5-carboxyphenyl, B is isopropyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

$R^2$  is 3-amino-5-carbomethoxyphenyl, B is isopropyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

5        $R^2$  is 3-amino-5-carboxamidophenyl, B is isopropyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

$R^2$  is 3-amino-5-(N-benzyl-N-methylamidocarbonyl)phenyl, B is isopropyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

10       $R^2$  is 3-amino-5-(N-(1-phenylethyl)amidocarbonyl)phenyl, B is isopropyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

$R^2$  is 3-amino-5-(N-(2-phenyl-2-propyl)amidocarbonyl)phenyl, B is isopropyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

$R^2$  is 3-amino-5-(N-(2,4-dichlorobenzyl)amidocarbonyl)phenyl, B is isopropyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

15       $R^2$  is 3-amino-5-(N-(4-bromobenzyl)amidocarbonyl)phenyl, B is isopropyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

$R^2$  is 3-amino-5-(N-benzylamidocarbonyl)phenyl, B is isopropyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

20       $R^2$  is 3-amino-5-(N-(2-chlorobenzyl)amidocarbonyl)phenyl, B is isopropyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

$R^2$  is 3-amino-5-(N-(2-trifluoromethylbenzyl)amidocarbonyl)phenyl, B is isopropyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

$R^2$  is 3-amino-5-(N-(3-fluorobenzyl)amidocarbonyl)phenyl, B is isopropyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

25       $R^2$  is 3-amino-5-(N-(3-trifluoromethylbenzyl)amidocarbonyl)phenyl, B is isopropyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

$R^2$  is 3-amino-5-(N-isobutylamidocarbonyl)phenyl, B is isopropyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

$R^2$  is 3-amino-5-(N-cyclobutylamidocarbonyl)phenyl, B is isopropyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

5        $R^2$  is 3-amino-5-(N-cyclopentylamidocarbonyl)phenyl, B is isopropyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

$R^2$  is 3-amino-5-(N-cycloheptylamidocarbonyl)phenyl, B is isopropyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

10       $R^2$  is 3-amino-5-(N-(2-pyridylmethyl)amidocarbonyl)phenyl, B is isopropyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

$R^2$  is 3-amino-5-(N-(3-pyridylmethyl)amidocarbonyl)phenyl, B is isopropyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

$R^2$  is 3-amino-5-(N-(2-(4-methoxyphenyl)ethyl)amidocarbonyl)phenyl, B is isopropyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

15       $R^2$  is 3-amino-5-(N-(3-phenylpropyl)amidocarbonyl)phenyl, B is isopropyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

$R^2$  is 3-amino-5-(N-(2,2-diphenylethyl)amidocarbonyl)phenyl, B is isopropyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

$R^2$  is 3-amino-5-(N-(2-naphthylmethyl)amidocarbonyl)phenyl, B is isopropyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

20       $R^2$  is 3-amino-5-(N-(1,2,3,4-tetrahydronaphth-2-ylmethyl)amidocarbonyl)phenyl, B is isopropyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

$R^2$  is 3-carboxyphenyl, B is 2-propyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

25      and M is CCl;

$R^2$  is 3-aminophenyl, B is 2-propyl, A is a bond,  $Y^0$  is 4-amidino-3-fluorobenzyl, and M is N;

R<sup>2</sup> is 3,5-diaminophenyl, B is 2,2,2-trifluoroethyl, A is a bond, Y<sup>0</sup> is 4-amidinobenzyl, and M is N;

R<sup>2</sup> is 3,5-diaminophenyl, B is (S)-2-butyl, A is a bond, Y<sup>0</sup> is 4-amidinobenzyl, and M is N;

5 R<sup>2</sup> is 3,5-diaminophenyl, B is isopropyl, A is a bond, Y<sup>0</sup> is 4-amidinobenzyl, and M is N;

R<sup>2</sup> is 3,5-diaminophenyl, B is isopropyl, A is a bond, Y<sup>0</sup> is 4-amidino-2-fluorobenzylbenzyl, and M is N;

10 R<sup>2</sup> is 3,5-diaminophenyl, B is ethyl, A is a bond, Y<sup>0</sup> is 4-amidinobenzyl, and M is N;

R<sup>2</sup> is 3,5-diaminophenyl, B is ethyl, A is a bond, Y<sup>0</sup> is 4-amidino-2-fluorobenzyl, and M is N;

R<sup>2</sup> is 3-amino-5-carboxyphenyl, B is 2,2,2-trifluoroethyl, A is a bond, Y<sup>0</sup> is 4-amidinobenzyl, and M is N;

15 R<sup>2</sup> is 3-amino-5-carboxyphenyl, B is (S)-2-butyl, A is a bond, Y<sup>0</sup> is 4-amidinobenzyl, and M is N;

R<sup>2</sup> is 3-amino-5-carboxyphenyl, B is isopropyl, A is a bond, Y<sup>0</sup> is 4-amidino-2-fluorobenzylbenzyl, and M is N;

20 R<sup>2</sup> is 3-amino-5-carboxyphenyl, B is ethyl, A is a bond, Y<sup>0</sup> is 4-amidinobenzyl, and M is N;

R<sup>2</sup> is 3-amino-5-carboxyphenyl, B is ethyl, A is a bond, Y<sup>0</sup> is 4-amidino-2-fluorobenzyl, and M is N;

R<sup>2</sup> is 3-amino-5-(N-benzylamidocarbonyl)phenyl, B is 2,2,2-trifluoroethyl, A is a bond, Y<sup>0</sup> is 4-amidinobenzyl, and M is N;

25 R<sup>2</sup> is 3-amino-5-(N-benzylamidocarbonyl)phenyl, B is (S)-2-butyl, A is a bond, Y<sup>0</sup> is 4-amidinobenzyl, and M is N;

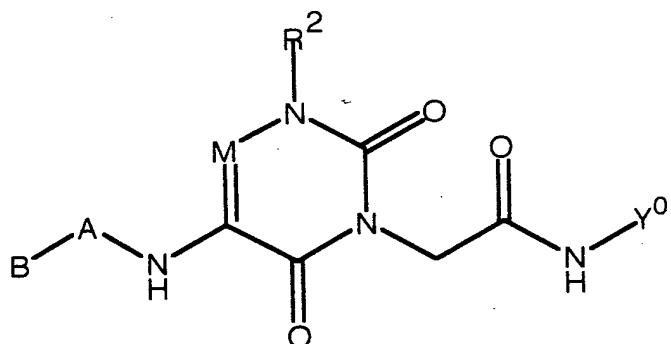
R<sup>2</sup> is 3-amino-5-(N-benzylamidocarbonyl)phenyl, B is isopropyl, A is a bond, Y<sup>0</sup> is 4-amidino-2-fluorobenzylbenzyl, and M is N;

$R^2$  is 3-amino-5-(N-benzylamidocarbonyl)phenyl, B is ethyl, A is a bond,  
 $Y^0$  is 4-amidinobenzyl, and M is N;

$R^2$  is 3-amino-5-(N-benzylamidocarbonyl)phenyl, B is ethyl, A is a bond,  
 $Y^0$  is 4-amidino-2-fluorobenzyl, and M is N.

5

25. Compound of Claim 2 of the Formula:



or a pharmaceutically acceptable salt thereof, wherein;

B is a C3-C7 cycloalkyl or a C4-C6 saturated heterocyclyl, wherein

10 each ring carbon is optionally substituted with  $R^{33}$ , a ring carbon other than the ring carbon at the point of attachment of B to A is optionally substituted with oxo provided that no more than one ring carbon is substituted by oxo at the same time, ring carbons and a nitrogen adjacent to the carbon atom at the point of attachment are optionally substituted with  $R^9$  or  $R^{13}$ , a ring carbon or

15 nitrogen adjacent to the  $R^9$  position and two atoms from the point of attachment is optionally substituted with  $R^{10}$ , a ring carbon or nitrogen adjacent to the  $R^{13}$  position and two atoms from the point of attachment is optionally substituted with  $R^{12}$ , a ring carbon or nitrogen three atoms from the point of attachment and adjacent to the  $R^{10}$  position is optionally substituted with  $R^{11}$ , a ring carbon or nitrogen three atoms from the point of attachment and adjacent to the  $R^{12}$  position is optionally substituted with  $R^{33}$ , and a ring carbon or nitrogen

four atoms from the point of attachment and adjacent to the R<sup>11</sup> and R<sup>33</sup>

positions is optionally substituted with R<sup>34</sup>;

R<sup>9</sup>, R<sup>11</sup>, and R<sup>13</sup> are independently selected from the group consisting

of hydrido, hydroxy, amino, amidino, guanidino, alkylamino, alkylthio,

5 alkylsulfonamido, alkylsulfinyl, alkylsulfonyl, amidosulfonyl, alkyl, alkoxy, halo, haloalkyl, haloalkoxy, hydroxyalkyl, hydroxyhaloalkyl, carboxy, carboxamido, and cyano;

R<sup>10</sup> and R<sup>12</sup> are independently selected from the group consisting of

hydrido, acetamido, haloacetamido, amidino, guanidino, alkyl, aryl, aralkyl,

10 cycloalkyl, cycloalkylalkyl, heteroaryl, heterocycl, alkoxy, cycloalkoxy, cycloalkylalkoxy, aralkoxy, aryloxy, heteroaryloxy, heteroaralkoxy, heterocyclyloxy, heterocyclalkoxy, hydroxy, amino, alkoxyamino, alkylamino, arylamino, aralkylamino, heteroarylalmino, heteroaralkylamino, heterocyclamino, heterocyclalkylamino,

15 alkylsulfonamido, amidosulfonyl, arylsulfinyl, aralkylsulfinyl, cycloalkylsulfinyl, heteroarylsulfinyl, arylsulfonyl, aralkylsulfonyl, cycloalkylsulfonyl, heteroarylsulfonyl, hydroxyalkyl, hydroxyhaloalkyl, aminoalkyl, carboalkoxy, carboxy, carboxyalkyl, carboxamido, halo, haloalkyl, and cyano;

20 R<sup>33</sup> and R<sup>34</sup> are independently selected from the group consisting of hydrido, acetamido, haloacetamido, amidino, guanidino, alkoxy, hydroxy, amino, alkoxyamino, alkylamino, alkylthio, amidosulfonyl, alkyl, halo, haloalkyl, haloalkoxy, hydroxyalkyl, hydroxyhaloalkyl, carboalkoxy, carboxy, carboxamido, and cyano;

25 R<sup>33</sup> is optionally Q<sup>b</sup>;

A is a bond or (CH(R<sup>15</sup>))<sub>pa</sub>-(W<sup>7</sup>)<sub>rr</sub> wherein rr is 0 or 1, pa is an integer selected from 0 through 3, and W<sup>7</sup> is (R<sup>7</sup>)NC(O) or N(R<sup>7</sup>);

R<sup>7</sup> is selected from the group consisting of hydrido, hydroxy and alkyl;

$R^{15}$  is selected from the group consisting of hydrido, halo, alkyl, and haloalkyl;

$M$  is  $N$  or  $R^1-C$ ;

$R^1$  is selected from the group consisting of hydrido, hydroxy, 5 hydroxyamino, amidino, amino, cyano, hydroxylalkyl, alkoxy, alkyl, alkylamino, aminoalkyl, alkylthio, alkoxyamino, haloalkyl, haloalkoxy, and halo;

$R^2$  is  $Z^0-Q$ ;

$Z^0$  is selected from the group consisting of a bond,  $CH_2$ ,  $CH_2CH_2$ ,  $W^0-(CH(R^{42}))_p$  wherein  $p$  is 0 or 1 and  $W^0$  is selected from the group 10 consisting of  $O$ ,  $S$ , and  $N(R^{41})$ ;

$R^{41}$  and  $R^{42}$  are independently hydrido or alkyl;

$Q$  is phenyl or a heteroaryl of 5 or 6 ring members, wherein a carbon adjacent to the carbon at the point of attachment of said phenyl or heteroaryl ring to  $Z^0$  is optionally substituted by  $R^9$ , the other carbon adjacent to the 15 carbon at the point of attachment is optionally substituted by  $R^{13}$ , a carbon adjacent to  $R^9$  and two atoms from the carbon at the point of attachment is optionally substituted by  $R^{10}$ , a carbon adjacent to  $R^{13}$  and two atoms from the carbon at the point of attachment is optionally substituted by  $R^{12}$ , and any carbon adjacent to both  $R^{10}$  and  $R^{12}$  is optionally substituted by  $R^{11}$ ;

20  $Y^0$  is phenyl or a heteroaryl of 5 or 6 ring members, wherein one carbon of said phenyl or said heteroaryl is substituted by  $Q^S$ , a carbon two or three atoms from the point of attachment of  $Q^S$  to said phenyl or said heteroaryl is substituted by  $Q^b$ , a carbon adjacent to the point of attachment of  $Q^S$  is optionally substituted by  $R^{17}$ , another carbon adjacent to the point of

attachment of  $Q^s$  is optionally substituted by  $R^{18}$ , a carbon adjacent to  $Q^b$  is optionally substituted by  $R^{16}$ , and another carbon adjacent to  $Q^b$  is optionally substituted by  $R^{19}$ ;

$R^{16}$ ,  $R^{17}$ ,  $R^{18}$ , and  $R^{19}$  are independently selected from the group

5 consisting of hydrido, amidino, guanidino, carboxy, haloalkylthio, alkoxy, hydroxy, amino, alkylamino, alkylthio, alkylsulfinyl, alkylsulfonyl, alkanoyl, haloalkanoyl, alkyl, halo, haloalkyl, haloalkoxy, hydroxyalkyl, aminoalkyl, and cyano;

$R^{16}$  or  $R^{19}$  is optionally  $NR^{20}R^{21}$  or and  $C(NR^{25})NR^{23}R^{24}$ , with the

10 proviso that  $R^{16}$ ,  $R^{19}$ , and  $Q^b$  are not simultaneously hydrido;

$Q^b$  is selected from the group consisting of  $NR^{20}R^{21}$ , hydrido, and

$C(NR^{25})NR^{23}R^{24}$ , with the proviso that no more than one of  $R^{20}$  and  $R^{21}$  is

23 hydroxy at the same time and with the further proviso that no more than one of  $R^{23}$

and  $R^{24}$  is hydroxy at the same time;

15  $R^{20}$ ,  $R^{21}$ ,  $R^{23}$ ,  $R^{24}$ , and  $R^{25}$  are independently selected from the group

consisting of hydrido, alkyl, and hydroxy;

$Q^s$  is selected from the group consisting of a bond,  $CH_2$ , and

$CH_2CH_2$ .

20 26. Compound of Claim 25 or a pharmaceutically acceptable salt thereof, wherein;

B is selected from the group consisting of cyclopropyl, cyclobutyl, oxetan-3-yl, azetidin-1-yl, azetidin-2-yl, azetidin-3-yl, thiaetan-3-yl, cyclopentyl, cyclohexyl, norbornyl, 7-oxabicyclo[2.2.1]heptan-2-yl,

25 bicyclo[3.1.0]hexan-6-yl, cycloheptyl, 2-morpholinyl, 3-morpholinyl, 4-morpholinyl, 1-piperazinyl, 2-piperazinyl, 1-piperidinyl, 2-piperidinyl, 3-piperidinyl, 4-piperidinyl, 1-pyrrolidinyl, 2-pyrrolidinyl, 3-pyrrolidinyl,

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2-dioxanyl, 4H-2-pyranyl, 4H-3-pyranyl, 4H-4-pyranyl, 4H-pyran-4-one-2-yl,  
 4H-pyran-4-one-3-yl, 2-tetrahydrofuranyl, 3-tetrahydrofuranyl,  
 2-tetrahydropyranyl, 3-tetrahydropyranyl, 4-tetrahydropyranyl,  
 2-tetrahydrothienyl, and 3-tetrahydrothienyl, wherein each ring carbon is  
 5     optionally substituted with  $R^{33}$ , ring carbons and a nitrogen adjacent to the  
       carbon atom at the point of attachment are optionally substituted with  $R^9$  or  
        $R^{13}$ , a ring carbon or nitrogen adjacent to the  $R^9$  position and two atoms from  
       the point of attachment is optionally substituted with  $R^{10}$ , and a ring carbon or  
       nitrogen adjacent to the  $R^{13}$  position and two atoms from the point of  
 10    attachment is optionally substituted with  $R^{12}$ ;  
        $R^9$ ,  $R^{11}$ , and  $R^{13}$  are independently selected from the group consisting  
       of hydrido, amidino, guanidino, carboxy, methyl, ethyl, propyl, isopropyl,  
       methoxy, ethoxy, isopropoxy, propoxy, hydroxy, amino, N-methylamino,  
       N,N-dimethylamino, N-ethylamino, methylthio, ethylthio, isopropylthio,  
 15    trifluoromethyl, pentafluoroethyl, 2,2,2-trifluoroethyl,  
       2,2,3,3,3-pentafluoropropyl, trifluoromethoxy, 1,1,2,2-tetrafluoroethoxy, fluoro,  
       chloro, bromo, methanesulfonamido, amidosulfonyl, N-methylamidosulfonyl,  
       N,N-dimethylamidosulfonyl, hydroxymethyl, 1-hydroxyethyl, 2-hydroxyethyl,  
       2,2,2-trifluoro-1-hydroxyethyl, amidocarbonyl, N-methylamidocarbonyl,  
 20    N,N-dimethylamidocarbonyl, and cyano;  
        $R^{10}$  and  $R^{12}$  are independently selected from the group consisting of  
       hydrido, amidino, guanidino, carboxy, carboxymethyl, methyl, ethyl, propyl,  
       isopropyl, methoxy, ethoxy, isopropoxy, propoxy, hydroxy, amino,  
       methoxyamino, ethoxyamino, acetamido, trifluoroacetamido, aminomethyl,  
 25    1-aminoethyl, 2-aminoethyl, N-methylamino, dimethylamino, N-ethylamino,  
       methanesulfonamido, amidosulfonyl, N-methylamidosulfonyl,  
       N,N-dimethylamidosulfonyl, hydroxymethyl, 1-hydroxyethyl, 2-hydroxyethyl,  
       2,2,2-trifluoro-1-hydroxyethyl, methoxycarbonyl, ethoxycarbonyl,  
       amidocarbonyl, N-methylamidocarbonyl, N,N-dimethylamidocarbonyl,  
 30    N-benzylamidocarbonyl, N-(2-chlorobenzyl)amidocarbonyl,

N-(3-fluorobenzyl)amidocarbonyl, N-(2-trifluoromethylbenzyl)amidocarbonyl,  
 N-(1-phenylethyl)amidocarbonyl, N-(1-methyl-1-phenylethyl)amidocarbonyl,  
 N-benzylamidosulfonyl, N-(2-chlorobenzyl)amidosulfonyl,  
 N-ethylamidocarbonyl, N-isopropylamidocarbonyl, N-propylamidocarbonyl,  
 5 N-isobutylamidocarbonyl, N-(2-butyl)amidocarbonyl,  
 N-cyclobutylamidocarbonyl, N-cyclopentylamidocarbonyl,  
 N-cyclohexylamidocarbonyl, fluoro, chloro, bromo, cyano, cyclobutoxy,  
 cyclohexoxy, cyclohexylmethoxy, 4-trifluoromethylcyclohexylmethoxy,  
 cyclopentoxy, benzyl, benzyloxy, 4-bromo-3-fluorophenoxy,  
 10 3-bromobenzyloxy, 4-bromobenzyloxy, 4-bromobenzylamino,  
 5-bromopyrid-2-ylmethylamino, 4-butoxyphenamino, 3-chlorobenzyl,  
 4-chlorophenoxy, 4-chloro-3-ethylphenoxy, 4-chloro-3-ethylbenzylamino,  
 4-chloro-3-ethylphenylamino, 3-chlorobenzyloxy, 4-chlorobenzyloxy,  
 4-chlorobenzylsulfonyl, 4-chlorophenylamino, 4-chlorophenylsulfonyl,  
 15 5-chloropyrid-3-yloxy, 2-cyanopyrid-3-yloxy, 2,3-difluorobenzyloxy,  
 2,4-difluorobenzyloxy, 3,4-difluorobenzyloxy, 2,5-difluorobenzyloxy,  
 3,5-difluorophenoxy, 3,5-difluorobenzyloxy, 4-difluoromethoxybenzyloxy,  
 2,3-difluorophenoxy, 2,4-difluorophenoxy, 2,5-difluorophenoxy,  
 3,5-dimethylphenoxy, 3,4-dimethylphenoxy, 3,4-dimethylbenzyloxy,  
 20 3,5-dimethylbenzyloxy, 4-ethoxyphenoxy, 4-ethylbenzyloxy, 3-ethylphenoxy,  
 4-ethylaminophenoxy, 3-ethyl-5-methylphenoxy, 4-fluorobenzyloxy,  
 2-fluoro-3-trifluoromethylbenzyloxy, 3-fluoro-5-trifluoromethylbenzyloxy,  
 4-fluoro-2-trifluoromethylbenzyloxy, 4-fluoro-3-trifluoromethylbenzyloxy,  
 2-fluorophenoxy, 4-fluorophenoxy, 2-fluoro-3-trifluoromethylphenoxy,  
 25 2-fluorobenzyloxy, 4-fluorophenylamino, 2-fluoro-4-trifluoromethylphenoxy,  
 4-isopropylbenzyloxy, 3-isopropylphenoxy, 4-isopropylphenoxy,  
 4-isopropyl-3-methylphenoxy, 4-isopropylbenzyloxy, 3-isopropylphenoxy,  
 4-isopropylphenoxy, 4-isopropyl-3-methylphenoxy, phenylamino,  
 1-phenylethoxy, 2-phenylethoxy, 2-phenylethyl, 2-phenylethylamino,  
 30 phenylsulfonyl, 3-trifluoromethoxybenzyloxy, 4-trifluoromethoxybenzyloxy,  
 3-trifluoromethoxyphenoxy, 4-trifluoromethoxyphenoxy,  
 3-trifluoromethylbenzyloxy, 4-trifluoromethylbenzyloxy,  
 2,4-bis-trifluoromethylbenzyloxy, 3-trifluoromethylbenzyl,  
 3,5-bis-trifluoromethylbenzyloxy, 4-trifluoromethylphenoxy,  
 35 3-trifluoromethylphenoxy, 3-trifluoromethylthiobenzyloxy,

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4-trifluoromethylthiobenzylxy, 2,3,4-trifluorophenoxy, 2,3,5-trifluorophenoxy, 3-pentafluoroethylphenoxy, 3-(1,1,2,2-tetrafluoroethoxy)phenoxy, and 3-trifluoromethylthiophenoxy;

$R^{33}$  is selected from the group consisting of hydrido, amidino,

5 guanidino, carboxy, methoxy, ethoxy, isopropoxy, propoxy, hydroxy, amino, methoxyamino, ethoxyamino, acetamido, trifluoroacetamido, N-methylamino, dimethylamino, N-ethylamino, methylthio, ethylthio, isopropylthio, trifluoromethyl, pentafluoroethyl, 2,2,2-trifluoroethyl, 2,2,3,3,3-pentafluoropropyl, trifluoromethoxy, 1,1,2,2-tetrafluoroethoxy, fluoro, 10 chloro, bromo, amidosulfonyl, N-methylamidosulfonyl, N,N-dimethylamidosulfonyl, hydroxymethyl, 1-hydroxyethyl, 2-hydroxyethyl, 2,2,2-trifluoro-1-hydroxyethyl, methoxycarbonyl, ethoxycarbonyl, amidocarbonyl, N-methylamidocarbonyl, N,N-dimethylamidocarbonyl, cyano, and  $Q^b$ ;

15 A is selected from the group consisting of a bond, NH, N(CH<sub>3</sub>),

N(OH), CH<sub>2</sub>, CH<sub>3</sub>CH, CF<sub>3</sub>CH, NHC(O), N(CH<sub>3</sub>)C(O), C(O)NH, C(O)N(CH<sub>3</sub>), CH<sub>2</sub>CH<sub>2</sub>, CH<sub>2</sub>CH<sub>2</sub>CH<sub>2</sub>, CH<sub>3</sub>CHCH<sub>2</sub>, and CF<sub>3</sub>CHCH<sub>2</sub>;

M is N or R<sup>1</sup>-C;

20 R<sup>1</sup> is selected from the group consisting of hydrido, hydroxy, amino, amidino, hydroxyamino, aminomethyl, 1-aminoethyl, methylamino, dimethylamino, cyano, methyl, ethyl, trifluoromethyl, pentafluoroethyl, 2,2,2-trifluoroethyl, methoxy, hydroxymethyl, 1-hydroxyethyl, 2-hydroxyethyl, methoxyamino, methylthio, ethylthio, trifluoromethoxy, 1,1,2,2-tetrafluoroethoxy, fluoro, chloro, and bromo;

25 R<sup>2</sup> is Z<sup>0</sup>-Q;

Z<sup>0</sup> is selected from the group consisting of a bond, CH<sub>2</sub>, CH<sub>2</sub>CH<sub>2</sub>, O,

S, NH, N(CH<sub>3</sub>), OCH<sub>2</sub>, SCH<sub>2</sub>, N(H)CH<sub>2</sub>, and N(CH<sub>3</sub>)CH<sub>2</sub>;

Q is selected from the group consisting of phenyl, 2-thienyl, 3-thienyl, 2-furyl, 3-furyl, 2-pyrrolyl, 3-pyrrolyl, 2-imidazolyl, 4-imidazolyl, 3-pyrazolyl, 30 4-pyrazolyl, 2-thiazolyl, 3-isoxazolyl, 5-isoxazolyl, 2-pyridyl, 3-pyridyl,

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4-pyridyl, 2-pyrazinyl, 2-pyrimidinyl, 4-pyrimidinyl, 5-pyrimidinyl,  
 3-pyridazinyl, 4-pyridazinyl, and 1,3,5-triazin-2-yl, wherein a carbon adjacent to  
 the carbon at the point of attachment of said phenyl or heteroaryl ring to  $Z^0$  is  
 5      optionally substituted by  $R^9$ , the other carbon adjacent to the carbon at the point  
           of attachment is optionally substituted by  $R^{13}$ , a carbon adjacent to  $R^9$  and two  
           atoms from the carbon at the point of attachment is optionally substituted by  
            $R^{10}$ , a carbon adjacent to  $R^{13}$  and two atoms from the carbon at the point of  
           attachment is optionally substituted by  $R^{12}$ , and any carbon adjacent to both  
            $R^{10}$  and  $R^{12}$  is optionally substituted by  $R^{11}$ ;

10       $Y^0$  is selected from the group consisting of:

1-Q<sup>b</sup>-4-Q<sup>s</sup>-2-R<sup>16</sup>-3-R<sup>17</sup>-5-R<sup>18</sup>-6-R<sup>19</sup> benzene,

2-Q<sup>b</sup>-5-Q<sup>s</sup>-6-R<sup>17</sup>-4-R<sup>18</sup>-3-R<sup>19</sup> pyridine,

3-Q<sup>b</sup>-6-Q<sup>s</sup>-2-R<sup>16</sup>-5-R<sup>18</sup>-4-R<sup>19</sup> pyridine, 2-Q<sup>b</sup>-5-Q<sup>s</sup>-3-R<sup>16</sup>-6-R<sup>18</sup> pyrazine,

3-Q<sup>b</sup>-6-Q<sup>s</sup>-2-R<sup>18</sup>-5-R<sup>18</sup>-4-R<sup>19</sup> pyridazine,

15      2-Q<sup>b</sup>-5-Q<sup>s</sup>-4-R<sup>17</sup>-6-R<sup>18</sup> pyrimidine, 5-Q<sup>b</sup>-2-Q<sup>s</sup>-4-R<sup>16</sup>-6-R<sup>19</sup> pyrimidine,

3-Q<sup>b</sup>-5-Q<sup>s</sup>-4-R<sup>16</sup>-2-R<sup>19</sup> thiophene, 2-Q<sup>b</sup>-5-Q<sup>s</sup>-3-R<sup>16</sup>-4-R<sup>17</sup> thiophene,

3-Q<sup>b</sup>-5-Q<sup>s</sup>-4-R<sup>16</sup>-2-R<sup>19</sup> furan, 2-Q<sup>b</sup>-5-Q<sup>s</sup>-3-R<sup>16</sup>-4-R<sup>17</sup> furan,

3-Q<sup>b</sup>-5-Q<sup>s</sup>-4-R<sup>16</sup>-2-R<sup>19</sup> pyrrole, 2-Q<sup>b</sup>-5-Q<sup>s</sup>-3-R<sup>16</sup>-4-R<sup>17</sup> pyrrole,

4-Q<sup>b</sup>-2-Q<sup>s</sup>-5-R<sup>19</sup> imidazole, 2-Q<sup>b</sup>-4-Q<sup>s</sup>-5-R<sup>17</sup> imidazole,

20      3-Q<sup>b</sup>-5-Q<sup>s</sup>-4-R<sup>16</sup> isoxazole, 5-Q<sup>b</sup>-3-Q<sup>s</sup>-4-R<sup>16</sup> isoxazole,

2-Q<sup>b</sup>-5-Q<sup>s</sup>-4-R<sup>16</sup> pyrazole, 4-Q<sup>b</sup>-2-Q<sup>s</sup>-5-R<sup>19</sup> thiazole, and

2-Q<sup>b</sup>-5-Q<sup>s</sup>-4-R<sup>17</sup> thiazole;

$R^{16}$ ,  $R^{17}$ ,  $R^{18}$ , and  $R^{19}$  are independently selected from the group consisting of hydrido, methyl, ethyl, isopropyl, propyl, carboxy, amidino, guanidino, methoxy, ethoxy, isopropoxy, propoxy, hydroxy, amino, aminomethyl, 1-aminoethyl, 2-aminoethyl, N-methylamino, dimethylamino, 5 N-ethylamino, methylthio, ethylthio, isopropylthio, trifluoromethylthio, methylsulfinyl, ethylsulfinyl, methylsulfonyl, ethylsulfonyl, trifluoromethyl, pentafluoroethyl, 2,2,2-trifluoroethyl, 2,2,3,3,3-pentafluoropropyl, trifluoromethoxy, 1,1,2,2-tetrafluoroethoxy, fluoro, chloro, bromo, hydroxymethyl, 1-hydroxyethyl, 2-hydroxyethyl, and cyano;

10  $R^{16}$  or  $R^{19}$  is optionally  $C(NR^{25})NR^{23}R^{24}$  with the proviso that  $R^{16}$ ,  $R^{19}$ , and  $Q^b$  are not simultaneously hydrido;

$Q^b$  is  $C(NR^{25})NR^{23}R^{24}$  or hydrido, with the proviso that no more than one of  $R^{23}$  and  $R^{24}$  is hydroxy at the same time;

15  $R^{23}$ ,  $R^{24}$ , and  $R^{25}$  are independently selected from the group consisting of hydrido, methyl, ethyl, and hydroxy;

$Q^s$  is selected from the group consisting of a bond,  $CH_2$  and  $CH_2CH_2$ .

27. Compound of Claim 26 or a pharmaceutically acceptable salt thereof, wherein;

20  $B$  is selected from the group consisting of cyclopropyl, cyclobutyl, cyclopentyl, cyclohexyl, cycloheptyl, oxalan-2-yl, 2-(2R)-bicyclo[2.2.1]-heptyl, 1-pyrrolidinyl, 1-piperidinyl, oxetan-3-yl, azetidin-1-yl, azetidin-2-yl, azetidin-3-yl, 7-oxabicyclo[2.2.1]heptan-2-yl, bicyclo[3.1.0]hexan-6-yl, 2-morpholinyl, 3-morpholinyl, 4-morpholinyl, 1-piperazinyl, 2-piperazinyl, 1-piperidinyl, 2-piperidinyl, 3-piperidinyl, 4-piperidinyl, 1-pyrrolidinyl, 2-pyrrolidinyl, 3-pyrrolidinyl, 2-dioxanyl, 4H-2-pyranyl, 4H-3-pyranyl, 4H-4-pyranyl, 4H-pyran-4-one-2-yl, 4H-pyran-4-one-3-yl, 2-tetrahydrofuran-3-yl, 3-tetrahydrofuran-2-yl, 2-tetrahydropyran-3-yl, 3-tetrahydropyran-4-yl, 4-tetrahydropyran-2-yl, 2-tetrahydrothienyl, and 3-tetrahydrothienyl;

A is selected from the group consisting of a bond, CH<sub>2</sub>, NHC(O), CH<sub>2</sub>CH<sub>2</sub>, and CH<sub>2</sub>CH<sub>2</sub>CH<sub>2</sub>;

M is N or R<sup>1</sup>-C;

R<sup>1</sup> is selected from the group consisting of hydrido, hydroxy, amino, amidino, hydroxyamino, aminomethyl, methylamino, cyano, methyl, trifluoromethyl, methoxy, hydroxymethyl, methoxyamino, methylthio, trifluoromethoxy, fluoro, and chloro;

R<sup>2</sup> is Z<sup>0</sup>-Q;

Z<sup>0</sup> is selected from the group consisting of a bond, CH<sub>2</sub>, O, S, NH,

10 N(CH<sub>3</sub>), OCH<sub>2</sub>, and SCH<sub>2</sub>;

Q is selected from the group consisting of  
 3-amidocarbonyl-5-aminophenyl, 3-amino-5-(N-benzylamidocarbonyl)phenyl,  
 3-amino-5-benzylphenyl, 3-amino-5-(2-phenylethyl)phenyl,  
 3-amino-5-benzylaminophenyl, 3-amino-5-(2-phenylethylamino)phenyl,  

15 3-amino-5-benzyloxyphenyl, 3-amino-5-(2-phenylethoxy)phenyl,  
 3-amino-5-(N-(2-chlorobenzyl)amidocarbonyl)phenyl,  
 -amino-5-(N-(3-fluorobenzyl)amidocarbonyl)phenyl,  
 3-amino-5-(N-(2-trifluoromethylbenzyl)amidocarbonyl)phenyl,  
 3-amino-5-(N-(1-phenylethyl)amidocarbonyl)phenyl,  

20 3-amino-5-(N-(1-methyl-1-phenylethyl)amidocarbonyl)phenyl,  
 3-amino-5-(N-benzylamidosulfonyl)phenyl,  
 3-amino-5-(N-(2-chlorobenzyl)amidosulfonyl)phenyl,  
 3-amino-5-(N-ethylamidocarbonyl)phenyl,  
 -amino-5-(N-isopropylamidocarbonyl)phenyl,  

25 3-amino-5-(N-propylamidocarbonyl)phenyl,  
 3-amino-5-(N-isobutylamidocarbonyl)phenyl,  
 3-amino-5-(N-(2-butyl)amidocarbonyl)phenyl,  
 3-amino-5-(N-cyclobutylamidocarbonyl)phenyl,  
 3-amino-5-(N-cyclopentylamidocarbonyl)phenyl,  

30 3-amino-5-(N-cyclohexylamidocarbonyl)phenyl, 5-amino-2-fluorophenyl,  
 3-amino-5-hydroxymethylphenyl, 5-amino-3-methoxycarbonylphenyl,  
 3-amidinophenyl, 3-amino-2-methylphenyl, 5-amino-2-methylthiophenyl,

3-aminophenyl, 3-amino-5-(4-trifluoromethylbenzylamino)phenyl,  
 3-amino-5-(4-trifluoromethylbenzyloxy)phenyl, 3-carboxyphenyl,  
 3-carboxy-5-hydroxyphenyl, 3-amino-5-carboxyphenyl, 3-chlorophenyl,  
 2-chlorophenyl, 3-cyanophenyl, 3,5-diaminophenyl, 3-dimethylaminophenyl,  
 5 2-fluorophenyl, 3-fluorophenyl, 2-hydroxyphenyl, 3-hydroxyphenyl,  
 3-methanesulfonylaminophenyl, 2-methoxyphenyl, 3-methoxyphenyl,  
 3-methoxyaminophenyl, 3-methoxycarbonylphenyl, 2-methylaminophenyl,  
 3-methylaminophenyl, 2-methylphenyl, 3-methylphenyl, 4-methylphenyl,  
 phenyl, 3-trifluoroacetamidophenyl, 3-trifluoromethylphenyl,  
 10 2-trifluoromethylphenyl, 5-amino-2-thienyl, 5-amino-3-thienyl,  
 3-bromo-2-thienyl, 3-pyridyl, 4-pyridyl, 2-thienyl, and 3-thienyl;

$Y^0$  is selected from the group consisting of:

1-Q<sup>b</sup>-4-Q<sup>s</sup>-2-R<sup>16</sup>-3-R<sup>17</sup>-5-R<sup>18</sup>-6-R<sup>19</sup> benzene,  
 2-Q<sup>b</sup>-5-Q<sup>s</sup>-6-R<sup>17</sup>-4-R<sup>18</sup>-3-R<sup>19</sup> pyridine,  
 15 3-Q<sup>b</sup>-6-Q<sup>s</sup>-2-R<sup>16</sup>-5-R<sup>18</sup>-4-R<sup>19</sup> pyridine,  
 3-Q<sup>b</sup>-5-Q<sup>s</sup>-4-R<sup>16</sup>-2-R<sup>19</sup> thiophene, and 2-Q<sup>b</sup>-5-Q<sup>s</sup>-3-R<sup>16</sup>-4-R<sup>17</sup> thiophene;

R<sup>16</sup> and R<sup>19</sup> are independently selected from the group consisting of  
 hydrido, amidino, amino, aminomethyl, methoxy, methylamino, hydroxy,  
 hydroxymethyl, fluoro, chloro, and cyano;

20 R<sup>16</sup> or R<sup>19</sup> is optionally C(NR<sup>25</sup>)NR<sup>23</sup>R<sup>24</sup> with the proviso that R<sup>16</sup>,  
 R<sup>19</sup>, and Q<sup>b</sup> are not simultaneously hydrido;

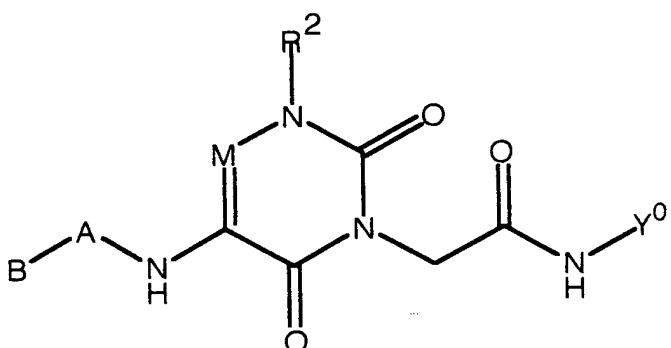
R<sup>17</sup> and R<sup>18</sup> are independently selected from the group consisting of  
 hydrido, fluoro, chloro, hydroxy, hydroxymethyl, amino, carboxy, and cyano;

Q<sup>b</sup> is C(NR<sup>25</sup>)NR<sup>23</sup>R<sup>24</sup> or hydrido;

25 R<sup>23</sup>, R<sup>24</sup>, and R<sup>25</sup> are independently hydrido or methyl;

Q<sup>s</sup> is CH<sub>2</sub>.

## 28. Compound of Claim 25 of the Formula:



or a pharmaceutically acceptable salt thereof, wherein;

$B$  is a C3-C7 cycloalkyl or a C4-C6 saturated heterocyclyl, wherein

- 5    each ring carbon is optionally substituted with  $R^{33}$ , a ring carbon other than the ring carbon at the point of attachment of  $B$  to  $A$  is optionally substituted with oxo provided that no more than one ring carbon is substituted by oxo at the same time, ring carbons and a nitrogen adjacent to the carbon atom at the point of attachment are optionally substituted with  $R^9$  or  $R^{13}$ , a ring carbon or
- 10    nitrogen adjacent to the  $R^9$  position and two atoms from the point of attachment is optionally substituted with  $R^{10}$ , a ring carbon or nitrogen adjacent to the  $R^{13}$  position and two atoms from the point of attachment is optionally substituted with  $R^{12}$ , a ring carbon or nitrogen three atoms from the point of attachment and adjacent to the  $R^{10}$  position is optionally substituted with  $R^{11}$ , a ring carbon or nitrogen three atoms from the point of attachment and adjacent to the  $R^{12}$  position is optionally substituted with  $R^{33}$ , and a ring carbon or nitrogen four atoms from the point of attachment and adjacent to the  $R^{11}$  and  $R^{33}$  positions is optionally substituted with  $R^{34}$ ;

$R^9$ ,  $R^{11}$ , and  $R^{13}$  are independently selected from the group consisting

- 20    of hydrido, hydroxy, amino, amidino, guanidino, alkylamino, alkylthio, alkoxy, alkylsulfinyl, alkylsulfonyl, amidosulfonyl, alkyl, halo, haloalkyl, haloalkoxy, hydroxyalkyl, carboxy, carboxamido, and cyano;

$R^{10}$  and  $R^{12}$  are independently selected from the group consisting of hydrido, acetamido, haloacetamido, amidino, guanidino, alkyl, alkoxy, alkoxyamino, hydroxy, amino, alkylamino, alkylsulfonamido, amidosulfonyl, hydroxyalkyl, aminoalkyl, halo, haloalkyl, carboalkoxy, carboxy, carboxamido, carboxyalkyl, and cyano;

5         $R^{33}$  and  $R^{34}$  are independently selected from the group consisting of hydrido, acetamido, haloacetamido, amidino, guanidino, alkoxy, hydroxy, amino, alkoxyamino, alkylamino, alkylthio, amidosulfonyl, alkyl, halo, haloalkyl, haloalkoxy, hydroxyalkyl, carboalkoxy, carboxy, carboxamido, and cyano;

10       $R^{33}$  is optionally  $Q^b$ ;

A is a bond or  $(CH(R^{15}))_{pa}(W^7)_{rr}$  wherein rr is 0 or 1, pa is an integer selected from 0 through 3, and  $W^7$  is  $N(R^7)$ ;

$R^7$  is hydrido or alkyl;

$R^{15}$  is selected from the group consisting of hydrido, halo, alkyl, and

15      haloalkyl;

M is N or  $R^1-C$ ;

$R^1$  is selected from the group consisting of hydrido, hydroxy, hydroxyamino, amidino, amino, cyano, hydroxyalkyl, alkoxy, alkyl, alkylamino, aminoalkyl, alkylthio, alkoxyamino, haloalkyl, haloalkoxy, and halo;

20       $R^2$  is  $Z^0-Q$ ;

$Z^0$  is a bond;

Q is phenyl or a heteroaryl of 5 or 6 ring members, wherein a carbon adjacent to the carbon at the point of attachment of said phenyl or heteroaryl ring to  $Z^0$  is optionally substituted by  $R^9$ , the other carbon adjacent to the

25      carbon at the point of attachment is optionally substituted by  $R^{13}$ , a carbon

adjacent to  $R^9$  and two atoms from the carbon at the point of attachment is

optionally substituted by  $R^{10}$ , a carbon adjacent to  $R^{13}$  and two atoms from the

carbon at the point of attachment is optionally substituted by  $R^{12}$ , and any carbon adjacent to both  $R^{10}$  and  $R^{12}$  is optionally substituted by  $R^{11}$ ;

$Y^0$  is phenyl or a heteroaryl of 5 or 6 ring members, wherein one carbon of said phenyl or said heteroaryl is substituted by  $Q^S$ , a carbon two or three atoms from the point of attachment of  $Q^S$  to said phenyl or said heteroaryl is substituted by  $Q^b$ , a carbon adjacent to the point of attachment of  $Q^S$  is 5 optionally substituted by  $R^{17}$ , another carbon adjacent to the point of attachment of  $Q^S$  is optionally substituted by  $R^{18}$ , a carbon adjacent to  $Q^b$  is optionally substituted by  $R^{16}$ , and another carbon adjacent to  $Q^b$  is optionally 10 substituted by  $R^{19}$ ;

$R^{16}$ ,  $R^{17}$ ,  $R^{18}$ , and  $R^{19}$  are independently selected from the group consisting of hydrido, amidino, guanidino, carboxy, haloalkylthio, alkoxy, hydroxy, amino, alkylamino, alkylthio, alkylsulfinyl, alkylsulfonyl, alkanoyl, haloalkanoyl, alkyl, halo, haloalkyl, haloalkoxy, hydroxyalkyl, aminoalkyl, and cyano;

15  $R^{16}$  or  $R^{19}$  is optionally  $NR^{20}R^{21}$  or  $C(NR^{25})NR^{23}R^{24}$ , with the proviso that  $R^{16}$ ,  $R^{19}$ , and  $Q^b$  are not simultaneously hydrido;

$Q^b$  is selected from the group consisting of  $NR^{20}R^{21}$ , hydrido, and  $C(NR^{25})NR^{23}R^{24}$ ;

20  $R^{20}$ ,  $R^{21}$ ,  $R^{23}$ ,  $R^{24}$ , and  $R^{25}$  are independently hydrido or alkyl;

$Q^S$  is  $CH_2$ .

29. Compound of Claim 28 or a pharmaceutically acceptable salt thereof, wherein;

B is selected from the group consisting of cyclopropyl, cyclobutyl, cyclopentyl, cyclohexyl, cycloheptyl, oxalan-2-yl, 2-(2R)-bicyclo[2.2.1]-heptyl, oxetan-3-yl, azetidin-1-yl, azetidin-2-yl, azetidin-3-yl, bicyclo[3.1.0]hexan-6-yl, 2-morpholinyl, 3-morpholinyl, 4-morpholinyl, 1-piperazinyl, 2-piperazinyl,

5      1-piperidinyl, 2-piperidinyl, 3-piperidinyl, 4-piperidinyl, 1-pyrrolidinyl, 2-pyrrolidinyl, 3-pyrrolidinyl, 2-dioxanyl, 2-tetrahydrofuranyl, 3-tetrahydrofuranyl, 2-tetrahydropyranyl, 3-tetrahydropyranyl, 4-tetrahydropyranyl, 2-tetrahydrothienyl, and 3-tetrahydrothienyl, wherein each ring carbon is optionally substituted with R<sup>33</sup>, ring carbons and a nitrogen

10     adjacent to the carbon atom at the point of attachment are optionally substituted with R<sup>9</sup> or R<sup>13</sup>, a ring carbon or nitrogen adjacent to the R<sup>9</sup> position and two atoms from the point of attachment are optionally substituted with R<sup>10</sup>, and a ring carbon or nitrogen atom adjacent to the R<sup>13</sup> position and two atoms from the point of attachment is optionally substituted with R<sup>12</sup>;

15     R<sup>9</sup>, R<sup>11</sup>, and R<sup>13</sup> are independently selected from the group consisting of hydrido, methyl, ethyl, methoxy, ethoxy, hydroxy, amino, N-methylamino, N,N-dimethylamino, methylthio, trifluoromethyl, pentafluoroethyl, 2,2,2-trifluoroethyl, fluoro, chloro, bromo, amidosulfonyl, N-methylamidosulfonyl, N,N-dimethylamidosulfonyl, hydroxymethyl,

20     1-hydroxyethyl, amidocarbonyl, N-methylamidocarbonyl, carboxy, and cyano; R<sup>10</sup> and R<sup>12</sup> are independently selected from the group consisting of hydrido, amidino, amidocarbonyl, N-methylamidocarbonyl, N-benzylamidocarbonyl, N-(2-chlorobenzyl)amidocarbonyl, N-(3-fluorobenzyl)amidocarbonyl, N-(2-trifluoromethylbenzyl)amidocarbonyl,

25     N-(1-phenylethyl)amidocarbonyl, N-(1-methyl-1-phenylethyl)amidocarbonyl, N-benzylamidosulfonyl, N-(2-chlorobenzyl)amidosulfonyl, N-ethylamidocarbonyl, N-isopropylamidocarbonyl, N-propylamidocarbonyl, N-isobutylamidocarbonyl, N-(2-butyl)amidocarbonyl, N-cyclobutylamidocarbonyl, N-cyclopentylamidocarbonyl,

N-cyclohexylamidocarbonyl, guanidino, methyl, ethyl, methoxy, ethoxy, hydroxy, hydroxymethyl, 1-hydroxyethyl, 2-hydroxyethyl, carboxy, carboxymethyl, amino, acetamido, trifluoromethyl, pentafluoroethyl, 2,2,2-trifluoroethyl, trifluoroacetamido, aminomethyl, N-methylamino, 5 dimethylamino, methoxyamino, amidosulfonyl, N-methylamidosulfonyl, N,N-dimethylamidosulfonyl, methanesulfonamido, methoxycarbonyl, fluoro, chloro, bromo, and cyano;

10       $R^{33}$  is selected from the group consisting of hydrido, amidino, guanidino, methyl, ethyl, methoxy, ethoxy, hydroxy, carboxy, amino, N-methylamino, dimethylamino, methoxyamino, methylthio, ethylthio, trifluoromethyl, pentafluoroethyl, 2,2,2-trifluoroethyl, fluoro, chloro, bromo, amidosulfonyl, N-methylamidosulfonyl, hydroxymethyl, amidocarbonyl, cyano, and  $Q^b$ ;

15      A is selected from the group consisting of a bond, NH,  $N(CH_3)$ ,  $CH_2$ ,  $CH_3CH$ ,  $CH_2CH_2$ , and  $CH_2CH_2CH_2$ ;

16      M is N or  $R^1-C$ ;

17       $R^1$  is selected from the group consisting of hydrido, hydroxy, hydroxymethyl, amino, aminomethyl, methylamino, cyano, methyl, trifluoromethyl, methoxy, methylthio, trifluoromethoxy, fluoro, and chloro;

20       $R^2$  is selected from the group consisting of phenyl, 2-thienyl, 2-furyl, 2-pyrrolyl, 2-imidazolyl, 2-thiazolyl, 3-isoxazolyl, 2-pyridyl, and 3-pyridyl, wherein a carbon adjacent to the carbon at the point of attachment of said phenyl or heteroaryl ring to the uracil ring is optionally substituted by  $R^9$ , the other carbon adjacent to the carbon at the point of attachment is optionally substituted by  $R^{13}$ , a carbon adjacent to  $R^9$  and two atoms from the carbon at

25      the point of attachment is optionally substituted by  $R^{10}$ , a carbon adjacent to  $R^{13}$  and two atoms from the carbon at the point of attachment is optionally

substituted by R<sup>12</sup>, and any carbon adjacent to both R<sup>10</sup> and R<sup>12</sup> is optionally substituted by R<sup>11</sup>;

Y<sup>0</sup> is selected from the group consisting of:

1-Q<sup>b</sup>-4-Q<sup>s</sup>-2-R<sup>16</sup>-3-R<sup>17</sup>-5-R<sup>18</sup>-6-R<sup>19</sup> benzene,

5 2-Q<sup>b</sup>-5-Q<sup>s</sup>-6-R<sup>17</sup>-4-R<sup>18</sup>-3-R<sup>19</sup> pyridine, 2-Q<sup>b</sup>-5-Q<sup>s</sup>-3-R<sup>16</sup>-4-R<sup>17</sup> thiophene,

3-Q<sup>b</sup>-6-Q<sup>s</sup>-2-R<sup>16</sup>-5-R<sup>18</sup>-4-R<sup>19</sup> pyridine, 3-Q<sup>b</sup>-5-Q<sup>s</sup>-4-R<sup>16</sup>-2-R<sup>19</sup> thiophene,

3-Q<sup>b</sup>-5-Q<sup>s</sup>-4-R<sup>16</sup>-2-R<sup>19</sup> furan, 2-Q<sup>b</sup>-5-Q<sup>s</sup>-3-R<sup>16</sup>-4-R<sup>17</sup> furan,

3-Q<sup>b</sup>-5-Q<sup>s</sup>-4-R<sup>16</sup>-2-R<sup>19</sup> pyrrole, 2-Q<sup>b</sup>-5-Q<sup>s</sup>-3-R<sup>16</sup>-4-R<sup>17</sup> pyrrole,

4-Q<sup>b</sup>-2-Q<sup>s</sup>-5-R<sup>19</sup> thiazole, and 2-Q<sup>b</sup>-5-Q<sup>s</sup>-4-R<sup>17</sup> thiazole;

10 R<sup>16</sup>, R<sup>17</sup>, R<sup>18</sup>, and R<sup>19</sup> are independently selected from the group consisting of hydrido, methyl, ethyl, amidino, guanidino, methoxy, hydroxy, amino, aminomethyl, 1-aminoethyl, 2-aminoethyl, N-methylamino, dimethylamino, methylthio, ethylthio, trifluoromethylthio, methylsulfinyl, methylsulfonyl, trifluoromethyl, pentafluoroethyl, 2,2,2-trifluoroethyl, trifluoromethoxy, fluoro, chloro, hydroxymethyl, carboxy, and cyano;

15 trifluoromethoxy, fluoro, chloro, hydroxymethyl, carboxy, and cyano;

Q<sup>b</sup> is NR<sup>20</sup>R<sup>21</sup> or C(NR<sup>25</sup>)NR<sup>23</sup>R<sup>24</sup>;

R<sup>20</sup>, R<sup>21</sup>, R<sup>23</sup>, R<sup>24</sup>, and R<sup>25</sup> are independently selected from the group consisting of hydrido, methyl, and ethyl;

Q<sup>s</sup> is CH<sub>2</sub>.

20

30. Compound of Claim 29 or a pharmaceutically acceptable salt thereof, wherein;

B is selected from the group consisting of cyclopropyl, cyclobutyl, cyclopentyl, cyclohexyl, oxalan-2-yl, 2-(2R)-bicyclo[2.2.1]-heptyl, oxetan-3-yl, azetidin-1-yl, azetidin-2-yl, azetidin-3-yl, 1-pyrrolidinyl and 1-piperidinyl;

A is selected from the group consisting of a bond,  $\text{CH}_2$ ,  $\text{CH}_2\text{CH}_2$  and  $\text{CH}_2\text{CH}_2\text{CH}_2$ ;

M is N or  $\text{R}^1\text{-C}$ ;

$\text{R}^1$  is selected from the group consisting of hydrido, hydroxy,

5 hydroxymethyl, amino, aminomethyl, cyano, methyl, trifluoromethyl, and fluoro;

$\text{R}^2$  is selected from the group consisting of

- 3-amidocarbonyl-5-aminophenyl, 3-amidocarbonyl-5-aminophenyl,
- 3-amino-5-(N-benzylamidocarbonyl)phenyl,
- 10 3-amino-5-(N-(2-chlorobenzyl)amidocarbonyl)phenyl,
- 3-amino-5-(N-(3-fluorobenzyl)amidocarbonyl)phenyl,
- 3-amino-5-(N-(2-trifluoromethylbenzyl)amidocarbonyl)phenyl,
- 3-amino-5-(N-(1-phenylethyl)amidocarbonyl)phenyl,
- 3-amino-5-(N-(1-methyl-1-phenylethyl)amidocarbonyl)phenyl,
- 15 3-amino-5-(N-benzylamidosulfonyl)phenyl,
- 3-amino-5-(N-(2-chlorobenzyl)amidosulfonyl)phenyl,
- 3-amino-5-(N-ethylamidocarbonyl)phenyl,
- 3-amino-5-(N-isopropylamidocarbonyl)phenyl,
- 3-amino-5-(N-propylamidocarbonyl)phenyl,
- 20 3-amino-5-(N-isobutylamidocarbonyl)phenyl,
- 3-amino-5-(N-(2-butyl)amidocarbonyl)phenyl,
- 3-amino-5-(N-cyclobutylamidocarbonyl)phenyl,
- 3-amino-5-(N-cyclopentylamidocarbonyl)phenyl,
- 3-amino-5-(N-cyclohexylamidocarbonyl)phenyl, 5-amino-2-fluorophenyl,
- 25 3-amino-5-hydroxymethylphenyl, 5-amino-3-methoxycarbonylphenyl,
- 3-amidinophenyl, 3-amino-2-methylphenyl, 5-amino-2-methylthiophenyl,
- 3-aminophenyl, 3-carboxyphenyl, 3-carboxy-5-aminophenyl,
- 3-carboxy-5-hydroxyphenyl, 3-carboxymethyl-5-aminophenyl,
- 3-carboxymethyl-5-hydroxyphenyl, 3-carboxymethylphenyl, 3-chlorophenyl,
- 30 2-chlorophenyl, 3-cyanophenyl, 3,5-diaminophenyl, 3-dimethylaminophenyl,
- 2-fluorophenyl, 3-fluorophenyl, 2,5-difluorophenyl, 2-hydroxyphenyl,
- 3-hydroxyphenyl, 3-methanesulfonylaminophenyl, 2-methoxyphenyl,
- 3-methoxyphenyl, 3-methoxyaminophenyl, 3-methoxycarbonylphenyl,

2-methylaminophenyl, 3-methylaminophenyl, 2-methylphenyl, 3-methylphenyl,  
 4-methylphenyl, phenyl, 3-trifluoroacetamidophenyl, 3-trifluoromethylphenyl,  
 2-trifluoromethylphenyl, 5-amino-2-thienyl, 5-amino-3-thienyl,  
 3-bromo-2-thienyl, 3-pyridyl, 4-pyridyl, 2-thienyl, and 3-thienyl;

5        $Y^0$  is selected from the group consisting of:

$1-Q^b - 4-Q^s - 2-R^{16} - 3-R^{17} - 5-R^{18} - 6-R^{19}$  benzene,

$2-Q^b - 5-Q^s - 6-R^{17} - 4-R^{18} - 3-R^{19}$  pyridine,

$3-Q^b - 6-Q^s - 2-R^{16} - 5-R^{18} - 4-R^{19}$  pyridine,

$3-Q^b - 5-Q^s - 4-R^{16} - 2-R^{19}$  thiophene, and  $2-Q^b - 5-Q^s - 3-R^{16} - 4-R^{17}$  thiophene;

10        $R^{16}$  and  $R^{19}$  are independently selected from the group consisting of  
 hydrido, amidino, amino, aminomethyl, methoxy, methylamino, hydroxy,  
 hydroxymethyl, fluoro, chloro, and cyano;

$R^{17}$  and  $R^{18}$  are independently selected from the group consisting of  
 hydrido, fluoro, chloro, hydroxy, hydroxymethyl, amino, carboxy, and cyano;

15        $Q^b$  is  $C(NR^{25})NR^{23}R^{24}$ ;

$R^{23}$ ,  $R^{24}$ , and  $R^{25}$  are independently hydrido or methyl;

$Q^s$  is  $CH_2$ .

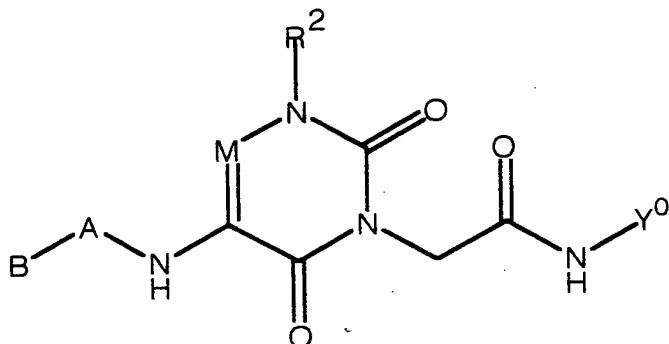
31. Compound of Claim 30 or a pharmaceutically acceptable salt thereof,  
 20       wherein;  
       B is selected from the group consisting of cyclopropyl, cyclobutyl,  
       cyclopentyl, cyclohexyl, oxalan-2-yl, 2-(2R)-bicyclo[2.2.1]-heptyl, oxetan-3-yl,  
       azetidin-1-yl, azetidin-2-yl, azetidin-3-yl, and 1-piperidinyl;  
       A is selected from the group consisting of a bond,  $CH_2$ ,  $CH_2CH_2$  and  
 25        $CH_2CH_2CH_2$ ;  
       M is N or  $R^1-C$ ;

$R^1$  is selected from the group consisting of hydrido, hydroxy, hydroxymethyl, amino, aminomethyl, cyano, methyl, trifluoromethyl, and fluoro;

$R^2$  is selected from the group consisting of

- 5    3-amidocarbonyl-5-aminophenyl, 3-amino-5-(N-benzylamidocarbonyl)phenyl,  
3-amino-5-(N-(2-chlorobenzyl)amidocarbonyl)phenyl,  
3-amino-5-(N-(3-fluorobenzyl)amidocarbonyl)phenyl,  
3-amino-5-(N-(2-trifluoromethylbenzyl)amidocarbonyl)phenyl,  
3-amino-5-(N-(1-phenylethyl)amidocarbonyl)phenyl,
- 10   3-amino-5-(N-(1-methyl-1-phenylethyl)amidocarbonyl)phenyl,  
3-amino-5-(N-benzylamidosulfonyl)phenyl,  
3-amino-5-(N-(2-chlorobenzyl)amidosulfonyl)phenyl,  
3-amino-5-(N-ethylamidocarbonyl)phenyl,  
3-amino-5-(N-isopropylamidocarbonyl)phenyl,
- 15   3-amino-5-(N-propylamidocarbonyl)phenyl,  
3-amino-5-(N-isobutylamidocarbonyl)phenyl,  
3-amino-5-(N-(2-butyl)amidocarbonyl)phenyl,  
3-amino-5-(N-cyclobutylamidocarbonyl)phenyl,  
3-amino-5-(N-cyclopentylamidocarbonyl)phenyl,
- 20   3-amino-5-(N-cyclohexylamidocarbonyl)phenyl, 3-aminophenyl,  
3-carboxy-5-aminophenyl, 3-chlorophenyl, 3,5-diaminophenyl,  
3-dimethylaminophenyl, 3-hydroxyphenyl, 3-methanesulfonylaminophenyl,  
3-methylaminophenyl, 2-methylphenyl, 3-methylphenyl, phenyl,  
3-trifluoroacetamidophenyl, 3-bromo-2-thienyl, 2-thienyl, and 3-thienyl;
- 25    $Y^0$  is selected from the group consisting of 5-amidino-2-thienylmethyl,  
4-amidinobenzyl, 2-fluoro-4-amidinobenzyl, and 3-fluoro-4-amidinobenzyl.

32. Compound of Claim 25 where said compound is selected from the group of the Formula:



or a pharmaceutically acceptable salt thereof, wherein;

- 5         $R^2$  is 3-aminophenyl, B is cyclopropyl, A is single bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;
- $R^2$  is 3-aminophenyl, B is cyclobutyl, A is single bond,  $Y^0$  is 4-amidino-2-fluorobenzyl, and M is CH;
- 10       $R^2$  is 3-aminophenyl, B is cyclobutyl, A is single bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;
- $R^2$  is 3-aminophenyl, B is cyclopropyl, A is single bond,  $Y^0$  is 4-amidino-2-fluorobenzyl, and M is CH;
- $R^2$  is 3-aminophenyl, B is cyclobutyl, A is single bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;
- 15       $R^2$  is 3-aminophenyl, B is cyclobutyl, A is single bond,  $Y^0$  is 4-amidino-3-fluorobenzyl, and M is CH;
- $R^2$  is 3-aminophenyl, B is cyclopentyl, A is single bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;
- $R^2$  is 5-amino-2-thienyl, B is cyclobutyl, A is single bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;
- 20       $R^2$  is 3-aminophenyl, B is cyclopropyl, A is  $CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is CH;
- $R^2$  is 3-aminophenyl, B is 2-(2R)-bicyclo[2.2.1]-heptyl, A is single bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3-aminophenyl, B is cyclopentyl, A is single bond,  $Y^0$  is 4-amidino-2-fluorobenzyl, and M is CH;

$R^2$  is 3-aminophenyl, B is cyclohexyl, A is  $CH_2CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is CH;

5        $R^2$  is 3-aminophenyl, B is oxalan-2-yl, A is  $CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is phenyl, B is 1-pyrrolidinyl, A is  $CH_2CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is CH;

10       $R^2$  is 3-aminophenyl, B is 1-piperidinyl, A is  $CH_2CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3-aminophenyl, B is 1,1-dioxothiolan-3-yl, A is single bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

15       $R^2$  is 2-hydroxyphenyl, B is cyclobutyl, A is single bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3-aminophenyl, B is 1-pyrrolidinyl, A is  $CH_2CH_2CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is phenyl, B is cyclobutyl, A is single bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

20       $R^2$  is 3-thienyl, B is cyclobutyl, A is single bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 2,6-dichlorophenyl, B is cyclobutyl, A is single bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3-aminophenyl, B is cyclopropyl, A is single bond,  $Y^0$  is 4-amidinobenzyl, and M is CF;

25       $R^2$  is 3-aminophenyl, B is cyclobutyl, A is single bond,  $Y^0$  is 4-amidino-2-fluorobenzyl, and M is CF;

$R^2$  is 3-aminophenyl, B is cyclobutyl, A is single bond,  $Y^0$  is 4-amidinobenzyl, and M is CF;

R<sup>2</sup> is 3-aminophenyl, B is cyclopropyl, A is single bond, Y<sup>0</sup> is 4-amidino-2-fluorobenzyl, and M is CF;

R<sup>2</sup> is 3-aminophenyl, B is cyclobutyl, A is single bond, Y<sup>0</sup> is 4-amidinobenzyl, and M is CF;

5 R<sup>2</sup> is 3-aminophenyl, B is cyclobutyl, A is single bond, Y<sup>0</sup> is 4-amidino-3-fluorobenzyl, and M is CF;

R<sup>2</sup> is 3-aminophenyl, B is cyclopentyl, A is single bond, Y<sup>0</sup> is 4-amidinobenzyl, and M is CF;

10 R<sup>2</sup> is 5-amino-2-thienyl, B is cyclobutyl, A is single bond, Y<sup>0</sup> is 4-amidinobenzyl, and M is CF;

R<sup>2</sup> is 3-aminophenyl, B is cyclopropyl, A is CH<sub>2</sub>, Y<sup>0</sup> is 4-amidinobenzyl, and M is CF;

R<sup>2</sup> is 3-aminophenyl, B is 2-(2R)-bicyclo[2.2.1]-heptyl, A is single bond, Y<sup>0</sup> is 4-amidinobenzyl, and M is CF;

15 R<sup>2</sup> is 3-aminophenyl, B is cyclopentyl, A is single bond, Y<sup>0</sup> is 4-amidino-2-fluorobenzyl, and M is CF;

R<sup>2</sup> is 3-aminophenyl, B is cyclohexyl, A is CH<sub>2</sub>CH<sub>2</sub>, Y<sup>0</sup> is 4-amidinobenzyl, and M is CF;

R<sup>2</sup> is 3-aminophenyl, B is oxalan-2-yl, A is CH<sub>2</sub>, Y<sup>0</sup> is 4-amidinobenzyl, and M is CF;

20 R<sup>2</sup> is phenyl, B is 1-pyrrolidinyl, A is CH<sub>2</sub>CH<sub>2</sub>, Y<sup>0</sup> is 4-amidinobenzyl, and M is CF;

R<sup>2</sup> is 3-aminophenyl, B is 1-piperidinyl, A is CH<sub>2</sub>CH<sub>2</sub>, Y<sup>0</sup> is 4-amidinobenzyl, and M is CF;

25 R<sup>2</sup> is 3-aminophenyl, B is 1,1-dioxothiolan-3-yl, A is single bond, Y<sup>0</sup> is 4-amidinobenzyl, and M is CF;

R<sup>2</sup> is 2-hydroxyphenyl, B is cyclobutyl, A is single bond, Y<sup>0</sup> is 4-amidinobenzyl, and M is CF;

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$R^2$  is 3-aminophenyl, B is 1-pyrrolidinyl, A is  $CH_2CH_2CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is CF;

$R^2$  is phenyl, B is cyclobutyl, A is single bond,  $Y^0$  is 4-amidinobenzyl, and M is CF;

5        $R^2$  is 3-thienyl, B is cyclobutyl, A is single bond,  $Y^0$  is 4-amidinobenzyl, and M is CF;

$R^2$  is 2,6-dichlorophenyl, B is cyclobutyl, A is single bond,  $Y^0$  is 4-amidinobenzyl, and M is CF;

10       $R^2$  is 3-aminophenyl, B is cyclopropyl, A is single bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

$R^2$  is 3-aminophenyl, B is cyclobutyl, A is single bond,  $Y^0$  is 4-amidino-2-fluorobenzyl, and M is N;

$R^2$  is 3-aminophenyl, B is cyclobutyl, A is single bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

15       $R^2$  is 3-aminophenyl, B is cyclopropyl, A is single bond,  $Y^0$  is 4-amidino-2-fluorobenzyl, and M is N;

$R^2$  is 3-aminophenyl, B is cyclobutyl, A is single bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

$R^2$  is 3-aminophenyl, B is cyclobutyl, A is single bond,  $Y^0$  is 4-amidino-3-fluorobenzyl, and M is N;

20       $R^2$  is 3-aminophenyl, B is cyclopentyl, A is single bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

$R^2$  is 5-amino-2-thienyl, B is cyclobutyl, A is single bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

25       $R^2$  is 3-aminophenyl, B is cyclopropyl, A is  $CH_2$ ,  $Y^0$  is 4-amidinobenzyl, and M is N;

$R^2$  is 3-aminophenyl, B is 2-(2R)-bicyclo[2.2.1]-heptyl, A is single bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

R<sup>2</sup> is 3-aminophenyl, B is cyclopentyl, A is single bond, Y<sup>0</sup> is 4-amidino-2-fluorobenzyl, and M is N;

R<sup>2</sup> is 3-aminophenyl, B is cyclohexyl, A is CH<sub>2</sub>CH<sub>2</sub>, Y<sup>0</sup> is 4-amidinobenzyl, and M is N;

5 R<sup>2</sup> is 3-aminophenyl, B is oxalan-2-yl, A is CH<sub>2</sub>, Y<sup>0</sup> is 4-amidinobenzyl, and M is N;

R<sup>2</sup> is phenyl, B is 1-pyrrolidinyl, A is CH<sub>2</sub>CH<sub>2</sub>, Y<sup>0</sup> is 4-amidinobenzyl, and M is N;

10 R<sup>2</sup> is 3-aminophenyl, B is 1-piperidinyl, A is CH<sub>2</sub>CH<sub>2</sub>, Y<sup>0</sup> is 4-amidinobenzyl, and M is N;

R<sup>2</sup> is 3-aminophenyl, B is 1,1-dioxothiolan-3-yl, A is single bond, Y<sup>0</sup> is 4-amidinobenzyl, and M is N;

R<sup>2</sup> is 2-hydroxyphenyl, B is cyclobutyl, A is single bond, Y<sup>0</sup> is 4-amidinobenzyl, and M is N;

15 R<sup>2</sup> is 3-aminophenyl, B is 1-pyrrolidinyl, A is CH<sub>2</sub>CH<sub>2</sub>CH<sub>2</sub>, Y<sup>0</sup> is 4-amidinobenzyl, and M is N;

R<sup>2</sup> is phenyl, B is cyclobutyl, A is single bond, Y<sup>0</sup> is 4-amidinobenzyl, and M is N;

M is N;

R<sup>2</sup> is 3-thienyl, B is cyclobutyl, A is single bond, Y<sup>0</sup> is 4-

20 amidinobenzyl, and M is N;

R<sup>2</sup> is 2,6-dichlorophenyl, B is cyclobutyl, A is single bond, Y<sup>0</sup> is 4-amidinobenzyl, and M is CH;

R<sup>2</sup> is 3-amino-5-carbomethoxyphenyl, B is cyclobutyl, A is a bond, Y<sup>0</sup> is 4-

25 amidinobenzyl, and M is N;

R<sup>2</sup> is 3-amino-5-carboxyphenyl, B is cyclobutyl, A is a bond, Y<sup>0</sup> is 4-amidinobenzyl, and M is N;

R<sup>2</sup> is 3,5-diaminophenyl, B is cyclobutyl, A is a bond, Y<sup>0</sup> is 4-

amidinobenzyl, and M is N;

$R^2$  is 2-amino-6-carboxy-4-pyridyl, B is cyclobutyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

$R^2$  is 3-amino-5-carbomethoxyphenyl, B is cyclobutyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

5        $R^2$  is 3-amino-5-carboxyphenyl, B is cyclobutyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 2,6-dichlorophenyl, B is cyclobutyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

10       $R^2$  is 3,5-diaminophenyl, B is cyclopropyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3,5-diaminophenyl, B is cyclobutyl, A is a bond,  $Y^0$  is 4-amidino-2-fluorobenzyl, and M is CH;

$R^2$  is 3,5-diaminophenyl, B is cyclopropyl, A is a bond,  $Y^0$  is 4-amidino-2-fluorobenzyl, and M is CH;

15       $R^2$  is 3,5-diaminophenyl, B is cyclobutyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

$R^2$  is 3,5-diaminophenyl, B is cyclobutyl, A is a bond,  $Y^0$  is 4-amidino-3-fluorobenzyl, and M is CH;

20       $R^2$  is 3,5-diaminophenyl, B is cyclopentyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3-carboxy-5-aminophenyl, B is cyclopropyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3-carboxy-5-aminophenyl, B is cyclobutyl, A is a bond,  $Y^0$  is 4-amidino-2-fluorobenzyl, and M is CH;

25       $R^2$  is 3-carboxy-5-aminophenyl, B is cyclopropyl, A is a bond,  $Y^0$  is 4-amidino-2-fluorobenzyl, and M is CH;

$R^2$  is 3-carboxy-5-aminophenyl, B is cyclobutyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

$R^2$  is 3-carboxy-5-aminophenyl, B is cyclobutyl, A is a bond,  $Y^0$  is 4-amidino-3-fluorobenzyl, and M is CH;

$R^2$  is 3-carboxy-5-aminophenyl, B is cyclopentyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

5        $R^2$  is 3-amino-5-(N-benzylamidocarbonyl)phenyl, B is cyclopropyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3-amino-5-(N-benzylamidocarbonyl)phenyl, B is cyclobutyl, A is a bond,  $Y^0$  is 4-amidino-2-fluorobenzyl, and M is CH;

10       $R^2$  is 3-amino-5-(N-benzylamidocarbonyl)phenyl, B is cyclobutyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3-amino-5-(N-benzylamidocarbonyl)phenyl, B is cyclopropyl, A is a bond,  $Y^0$  is 4-amidino-2-fluorobenzyl, and M is CH;

$R^2$  is 3-amino-5-(N-benzylamidocarbonyl)phenyl, B is cyclobutyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

15       $R^2$  is 3-amino-5-(N-benzylamidocarbonyl)phenyl, B is cyclobutyl, A is a bond,  $Y^0$  is 4-amidino-3-fluorobenzyl, and M is CH;

$R^2$  is 3-amino-5-(N-benzylamidocarbonyl)phenyl, B is cyclopentyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

20       $R^2$  is 3-amino-5-(N-(2-chlorobenzyl)amidosulfonyl)phenyl, B is cyclopropyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3-amino-5-(N-(2-chlorobenzyl)amidosulfonyl)phenyl, B is cyclobutyl, A is a bond,  $Y^0$  is 4-amidino-2-fluorobenzyl, and M is CH;

$R^2$  is 3-amino-5-(N-(2-chlorobenzyl)amidosulfonyl)phenyl, B is cyclobutyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

25       $R^2$  is 3-amino-5-(N-(2-chlorobenzyl)amidosulfonyl)phenyl, B is cyclopropyl, A is a bond,  $Y^0$  is 4-amidino-2-fluorobenzyl, and M is CH;

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$R^2$  is 3-amino-5-(N-(2-chlorobenzyl)amidosulfonyl)phenyl, B is cyclobutyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

$R^2$  is 3-amino-5-(N-(2-chlorobenzyl)amidosulfonyl)phenyl, B is cyclobutyl, A is a bond,  $Y^0$  is 4-amidino-3-fluorobenzyl, and M is CH;

5        $R^2$  is 3-amino-5-(N-(2-chlorobenzyl)amidosulfonyl)phenyl, B is cyclopentyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3-amino-5-(N-(2-trifluoromethylbenzyl)amidocarbonyl)-phenyl, B is cyclopropyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

10       $R^2$  is 3-amino-5-(N-(2-trifluoromethylbenzyl)amidocarbonyl)-phenyl, B is cyclobutyl, A is a bond,  $Y^0$  is 4-amidino-2-fluorobenzyl, and M is CH;

$R^2$  is 3-amino-5-(N-(2-trifluoromethylbenzyl)amidocarbonyl)-phenyl, B is cyclobutyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

15       $R^2$  is 3-amino-5-(N-(2-trifluoromethylbenzyl)amidocarbonyl)-phenyl, B is cyclopropyl, A is a bond,  $Y^0$  is 4-amidino-2-fluorobenzyl, and M is CH;

$R^2$  is 3-amino-5-(N-(2-trifluoromethylbenzyl)amidocarbonyl)-phenyl, B is cyclobutyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

$R^2$  is 3-amino-5-(N-(2-trifluoromethylbenzyl)amidocarbonyl)-phenyl, B is cyclobutyl; A is a bond,  $Y^0$  is 4-amidino-3-fluorobenzyl, and M is CH;

20       $R^2$  is 3-amino-5-(N-(2-trifluoromethylbenzyl)amidocarbonyl)-phenyl, B is cyclopentyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3-amino-5-carboxamidophenyl, B is cyclobutyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3-amino-5-(N-(1-phenylethyl)amidocarbonyl)phenyl, B is cyclobutyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

25       $R^2$  is 3-amino-5-(N-(2-phenyl-2-propyl)amidocarbonyl)phenyl, B is cyclobutyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

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$R^2$  is 3-amino-5-(N-(2,4-dichlorobenzyl)amidocarbonyl)phenyl, B is cyclobutyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3-amino-5-(N-(4-bromobenzyl)amidocarbonyl)phenyl, B is cyclobutyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

5       $R^2$  is 3-amino-5-(N-(3-fluorobenzyl)amidocarbonyl)phenyl, B is cyclobutyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3-amino-5-(N-(3-trifluoromethylbenzyl)amidocarbonyl)phenyl, B is cyclobutyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

10      $R^2$  is 3-amino-5-(N-isobutylamidocarbonyl)phenyl, B is cyclobutyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3-amino-5-(N-cyclobutylamidocarbonyl)phenyl, B is cyclobutyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

15      $R^2$  is 3-amino-5-(N-cyclopentylamidocarbonyl)phenyl, B is cyclobutyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3-amino-5-(N-cycloheptylamidocarbonyl)phenyl, B is cyclobutyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3-amino-5-(N-(2-pyridylmethyl)amidocarbonyl)phenyl, B is cyclobutyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

20      $R^2$  is 3-amino-5-(N-(3-pyridylmethyl)amidocarbonyl)phenyl, B is cyclobutyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3-amino-5-(N-(2-(4-methoxyphenyl)ethyl)amidocarbonyl)phenyl, B is cyclobutyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3-amino-5-(N-(3-phenylpropyl)amidocarbonyl)phenyl, B is cyclobutyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

25      $R^2$  is 3-amino-5-(N-(2,2-diphenylethyl)amidocarbonyl)phenyl, B is cyclobutyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

$R^2$  is 3-amino-5-(N-(2-naphthylmethyl)amidocarbonyl)phenyl, B is cyclobutyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

5       $R^2$  is 3-amino-5-(N-(1,2,3,4-tetrahydronaphth-2-ylmethyl)amidocarbonyl)phenyl, B is cyclobutyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is CH;

10      $R^2$  is 3-amino-5-carboxamidophenyl, B is cyclobutyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

15      $R^2$  is 3-amino-5-(N-(1-phenylethyl)amidocarbonyl)phenyl, B is cyclobutyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

20      $R^2$  is 3-amino-5-(N-(2-phenyl-2-propyl)amidocarbonyl)phenyl, B is cyclobutyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

25      $R^2$  is 3-amino-5-(N-(2,4-dichlorobenzyl)amidocarbonyl)phenyl, B is cyclobutyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

$R^2$  is 3-amino-5-(N-(4-bromobenzyl)amidocarbonyl)phenyl, B is cyclobutyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

$R^2$  is 3-amino-5-(N-(3-fluorobenzyl)amidocarbonyl)phenyl, B is cyclobutyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

$R^2$  is 3-amino-5-(N-(3-trifluoromethylbenzyl)amidocarbonyl)phenyl, B is cyclobutyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

20      $R^2$  is 3-amino-5-(N-isobutylamidocarbonyl)phenyl, B is cyclobutyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

25      $R^2$  is 3-amino-5-(N-cyclobutylamidocarbonyl)phenyl, B is cyclobutyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

$R^2$  is 3-amino-5-(N-cyclopentylamidocarbonyl)phenyl, B is cyclobutyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

$R^2$  is 3-amino-5-(N-cycloheptylamidocarbonyl)phenyl, B is cyclobutyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

$R^2$  is 3-amino-5-(N-(2-pyridylmethyl)amidocarbonyl)phenyl, B is cyclobutyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

$R^2$  is 3-amino-5-(N-(3-pyridylmethyl)amidocarbonyl)phenyl, B is cyclobutyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

5        $R^2$  is 3-amino-5-(N-(2-(4-methoxyphenyl)ethyl)amidocarbonyl)phenyl, B is cyclobutyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

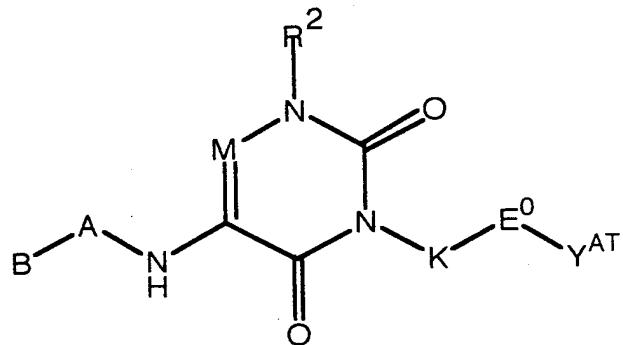
$R^2$  is 3-amino-5-(N-(3-phenylpropyl)amidocarbonyl)phenyl, B is cyclobutyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

10       $R^2$  is 3-amino-5-(N-(2,2-diphenylethyl)amidocarbonyl)phenyl, B is cyclobutyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

$R^2$  is 3-amino-5-(N-(2-naphthylmethyl)amidocarbonyl)phenyl, B is cyclobutyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is N;

15       $R^2$  is 3-amino-5-(N-(1,2,3,4-tetrahydronaphth-2-ylmethyl)amidocarbonyl)phenyl, B is cyclobutyl, A is a bond,  $Y^0$  is 4-amidinobenzyl, and M is N.

33. The compound of the Formula:



or a pharmaceutically acceptable salt thereof, wherein;

20      B is phenyl or a heteroaryl of 5 or 6 ring members, wherein a carbon adjacent to the carbon at the point of attachment of said phenyl or heteroaryl ring to A is optionally substituted by  $R^{32}$ , the other carbon adjacent to the carbon at the point of attachment is optionally substituted by  $R^{36}$ , a carbon

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adjacent to  $R^{32}$  and two atoms from the carbon at the point of attachment is  
 optionally substituted by  $R^{33}$ , a carbon adjacent to  $R^{36}$  and two atoms from the  
 carbon at the point of attachment is optionally substituted by  $R^{35}$ , and any  
 carbon adjacent to both  $R^{33}$  and  $R^{35}$  is optionally substituted by  $R^{34}$ ;  
 5            $R^{32}$ ,  $R^{33}$ ,  $R^{34}$ ,  $R^{35}$ , and  $R^{36}$  are independently selected from the  
 group consisting of hydrido, acetamido, haloacetamido, amidino, guanidino,  
 alkylenedioxy, haloalkylthio, alkanoyloxy, alkoxy, hydroxy, amino,  
 alkoxyamino, haloalkanoyl, nitro, alkylamino, alkylthio, aryl, aralkyl, cycloalkyl,  
 cycloalkylalkyl, heteroaryl, heterocyclyl, alkylsulfonamido, amidosulfonyl,  
 10          alkyl, alkenyl, halo, haloalkyl, haloalkenyl, haloalkoxy, hydroxyalkyl,  
 alkylamino, carboalkoxy, carboxy, carboxamido, cyano, and  $Q^b$ ;  
 B is optionally selected from the group consisting of hydrido,  
 trialkylsilyl, C2-C8 alkyl, C3-C8 alkylenyl, C3-C8 alkenyl, C3-C8 alkynyl, and  
 C2-C8 haloalkyl, wherein each member of group B is optionally substituted at  
 15          any carbon up to and including 6 atoms from the point of attachment of B to A  
 with one or more of the group consisting of  $R^{32}$ ,  $R^{33}$ ,  $R^{34}$ ,  $R^{35}$ , and  $R^{36}$ ;  
 B is optionally a C3-C12 cycloalkyl or a C4-C9 saturated heterocyclyl,  
 wherein each ring carbon is optionally substituted with  $R^{33}$ , a ring carbon other  
 than the ring carbon at the point of attachment of B to A is optionally  
 20          substituted with oxo provided that no more than one ring carbon is substituted  
 by oxo at the same time, ring carbons and a nitrogen adjacent to the carbon  
 atom at the point of attachment are optionally substituted with  $R^9$  or  $R^{13}$ , a ring  
 carbon or nitrogen adjacent to the  $R^9$  position and two atoms from the point of  
 attachment is optionally substituted with  $R^{10}$ , a ring carbon or nitrogen adjacent  
 25          to the  $R^{13}$  position and two atoms from the point of attachment is optionally  
 substituted with  $R^{12}$ , a ring carbon or nitrogen three atoms from the point of

attachment and adjacent to the R<sup>10</sup> position is optionally substituted with R<sup>11</sup>,

a ring carbon or nitrogen three atoms from the point of attachment and adjacent to the R<sup>12</sup> position is optionally substituted with R<sup>33</sup>, and a ring carbon or

nitrogen four atoms from the point of attachment and adjacent to the R<sup>11</sup> and

5 R<sup>33</sup> positions is optionally substituted with R<sup>34</sup>;

R<sup>9</sup>, R<sup>10</sup>, R<sup>11</sup>, R<sup>12</sup>, and R<sup>13</sup> are independently selected from the group

consisting of hydrido, acetamido, haloacetamido, alkoxyamino, alkanoyl,

haloalkanoyl, amidino, guanidino, alkylenedioxy, haloalkylthio, alkoxy,

cycloalkoxy, cycloalkylalkoxy, aralkoxy, aryloxy, heteroaryloxy,

10 heteroaralkoxy, heterocyclyloxy, heterocyclalkoxy, hydroxy, amino,

alkylamino, N-alkyl-N-arylarnino, arylamino, aralkylamino, heteroarylarnino,

heteroaralkylarnino, heterocyclarnino, heterocyclalkylarnino, alkylthio,

alkylsulfinyl, arylsulfinyl, aralkylsulfinyl, cycloalkylsulfinyl, heteroarylulfinyl,

alkylsulfamido, alkylsulfonyl, arylsulfonyl, aralkylsulfonyl, cycloalkylsulfonyl,

15 heteroarylulfonyl, amidosulfonyl, alkyl, aryl, aralkyl, cycloalkyl,

cycloalkylalkyl, heteroaryl, heterocycl, halo, haloalkyl, haloalkoxy,

hydroxyalkyl, hydroxyhaloalkyl, aminoalkyl, carboalkoxy, carboxy,

carboxyalkyl, carboxamido, and cyano;

A is a bond or (CH(R<sup>15</sup>))<sub>pa</sub>-(W<sup>7</sup>)<sub>rr</sub> wherein rr is 0 or 1, pa is an

20 integer selected from 0 through 3, and W<sup>7</sup> is selected from the group

consisting of O, S, C(O), (R<sup>7</sup>)NC(O), (R<sup>7</sup>)NC(S), and N(R<sup>7</sup>);

R<sup>7</sup> is selected from the group consisting of hydrido, hydroxy and alkyl;

R<sup>15</sup> is selected from the group consisting of hydrido, hydroxy, halo,

alkyl, and haloalkyl;

25 M is N or R<sup>1</sup>-C;

R<sup>1</sup> is selected from the group consisting of hydrido, alkyl, cyano, halo, haloalkyl, haloalkoxy, amino, aminoalkyl, alkylarnino, amidino, hydroxy, hydroxyarnino, alkoxy, hydroxyalkyl, alkoxyarnino, thiol, and alkylthio;

$R^2$  is  $Z^0-Q$ ;

$Z^0$  is selected from the group consisting of a bond,  $(CR^{41}R^{42})_q$

wherein q is 1 or 2, and  $(CH(R^{41}))_g-W^0-(CH(R^{42}))_p$  wherein g and p are integers independently selected from 0 through 3 and  $W^0$  is selected from the 5 group consisting of O, S, C(O), S(O),  $N(R^{41})$ , and  $ON(R^{41})$ ;

$Z^0$  is optionally  $(CH(R^{41}))_e-W^{22}-(CH(R^{42}))_h$  wherein e and h are independently 0 or 1 and  $W^{22}$  is selected from the group consisting of  $CR^{41}=CR^{42}$ , 1,2-cyclopropyl, 1,2-cyclobutyl, 1,2-cyclohexyl, 1,3-cyclohexyl, 1,2-cyclopentyl, 1,3-cyclopentyl, 2,3-morpholinyl, 2,4-morpholinyl, 10 2,6-morpholinyl, 3,4-morpholinyl, 3,5-morpholinyl, 1,2-piperazinyl, 1,3-piperazinyl, 2,3-piperazinyl, 2,6-piperazinyl, 1,2-piperidinyl, 1,3-piperidinyl, 2,3-piperidinyl, 2,4-piperidinyl, 2,6-piperidinyl, 3,4-piperidinyl, 1,2-pyrrolidinyl, 1,3-pyrrolidinyl, 2,3-pyrrolidinyl, 2,4-pyrrolidinyl, 2,5-pyrrolidinyl, 3,4-pyrrolidinyl, 2,3-tetrahydrofuranyl, 2,4-tetrahydrofuranyl, 15 2,5-tetrahydrofuranyl, and 3,4-tetrahydrofuranyl, wherein  $Z^0$  is directly bonded to the uracil ring and  $W^{22}$  is optionally substituted with one or more substituents selected from the group consisting of  $R^9, R^{10}, R^{11}, R^{12}$ , and  $R^{13}$ ;

$R^{41}$  and  $R^{42}$  are independently selected from the group consisting of hydrido, hydroxy, and amino;

20 Q is phenyl or a heteroaryl of 5 or 6 ring members, wherein a carbon adjacent to the carbon at the point of attachment of said phenyl or heteroaryl ring to  $Z^0$  is optionally substituted by  $R^9$ , the other carbon adjacent to the carbon at the point of attachment is optionally substituted by  $R^{13}$ , a carbon adjacent to  $R^9$  and two atoms from the carbon at the point of attachment is

25 optionally substituted by  $R^{10}$ , a carbon adjacent to  $R^{13}$  and two atoms from the

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carbon at the point of attachment is optionally substituted by  $R^{12}$ , and any carbon adjacent to both  $R^{10}$  and  $R^{12}$  is optionally substituted by  $R^{11}$ ;

$Q$  is optionally hydrido with the proviso that  $Z^0$  is other than a bond;

$K$  is  $CHR^{4a}$  wherein  $R^{4a}$  is selected from the group consisting of

5      hydrido, hydroxyalkyl, alkyl, alkoxyalkyl, alkylthioalkyl, and haloalkyl;

$E^0$  is selected from the group consisting of a bond,  $C(O)N(H)$ ,

(H)NC(O),  $(R^7)_2NS(O)_2$ , and  $S(O)_2N(R^7)$ ;

$Y^{AT}$  is  $Q^b-Q^s$ ;

$Q^s$  is  $(CR^{37}R^{38})_b$  wherein  $b$  is an integer selected from 1 through 4,

10      $R^{37}$  is selected from the group consisting of hydrido, alkyl, and haloalkyl, and  $R^{38}$  is selected from the group consisting of hydrido, alkyl, haloalkyl, aroyl, and heteroaroyl with the proviso that there is at least one aroyl or heteroaroyl substituent, with the further proviso that no more than one aroyl or heteroaroyl is bonded to  $(CR^{37}R^{38})_b$  at the same time, with the still further proviso that

15     said aroyl and said heteroaroyl are optionally substituted with one or more substituents selected from the group consisting of  $R^{16}$ ,  $R^{17}$ ,  $R^{18}$ , and  $R^{19}$ , with another further proviso that said aroyl and said heteroaroyl are bonded to the  $CR^{37}R^{38}$  that is directly bonded to  $E^0$ , with still another further proviso that no more than one alkyl or one haloalkyl is bonded to a  $CR^{37}R^{38}$  at the

20     same time, and with the additional proviso that said alkyl and haloalkyl are bonded to a carbon other than the one bonding said aroyl or said heteroaroyl;  $R^{16}$ ,  $R^{17}$ ,  $R^{18}$ , and  $R^{19}$  are independently selected from the group consisting of hydrido, amidino, guanidino, carboxy, haloalkylthio, alkoxy, hydroxy, amino, alkoxyamino, alkylamino, alkylthio, alkylsulfinyl, alkylsulfonyl, alkanoyl, haloalkanoyl, alkyl, halo, haloalkyl, haloalkoxy, hydroxyalkyl, aminoalkyl, and cyano;

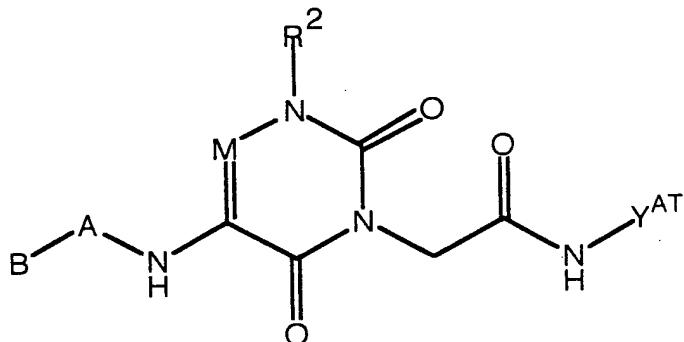
$R^{16}$  or  $R^{19}$  is optionally selected from the group consisting of  $NR^{20}R^{21}$ ,  $N(R^{26})C(NR^{25})N(R^{23})(R^{24})$ , and  $C(NR^{25})NR^{23}R^{24}$ , with the proviso that  $R^{16}$ ,  $R^{19}$ , and  $Q^b$  are not simultaneously hydrido;

$Q^b$  is selected from the group consisting of  $NR^{20}R^{21}$ , hydrido,

5       $N(R^{26})C(NR^{25})N(R^{23})(R^{24})$ , and  $C(NR^{25})NR^{23}R^{24}$ , with the proviso that no more than one of  $R^{20}$  and  $R^{21}$  is selected from the group consisting of hydroxy, amino, alkylamino, and dialkylamino at the same time and with the further proviso that no more than one of  $R^{23}$  and  $R^{24}$  is selected from the group consisting of hydroxy, amino, alkylamino, and dialkylamino at the same time;

10      $R^{20}$ ,  $R^{21}$ ,  $R^{23}$ ,  $R^{24}$ ,  $R^{25}$ , and  $R^{26}$  are independently selected from the group consisting of hydrido, alkyl, hydroxy, amino, alkylamino and dialkylamino.

34. Compound of Claim 33 of the Formula:



15     or a pharmaceutically acceptable salt thereof, wherein;

B is selected from the group consisting of phenyl, 2-thienyl, 3-thienyl, 2-furyl, 3-furyl, 2-pyrrolyl, 3-pyrrolyl, 2-imidazolyl, 4-imidazolyl, 3-pyrazolyl, 4-pyrazolyl, 2-thiazolyl, 3-isoxazolyl, and 5-isoxazolyl, wherein a carbon adjacent to the carbon at the point of attachment of said phenyl or heteroaryl ring to A is optionally substituted by  $R^{32}$ , the other carbon adjacent to the carbon at the point of attachment is optionally substituted by  $R^{36}$ , a carbon

20     adjacent to the carbon at the point of attachment of said phenyl or heteroaryl ring to A is optionally substituted by  $R^{32}$ , the other carbon adjacent to the carbon at the point of attachment is optionally substituted by  $R^{36}$ , a carbon

adjacent to  $R^{32}$  and two atoms from the carbon at the point of attachment is  
 optionally substituted by  $R^{33}$ , a carbon adjacent to  $R^{36}$  and two atoms from the  
 carbon at the point of attachment is optionally substituted by  $R^{35}$ , and any  
 carbon adjacent to both  $R^{33}$  and  $R^{35}$  is optionally substituted by  $R^{34}$ ;

5         $R^{32}$ ,  $R^{33}$ ,  $R^{34}$ ,  $R^{35}$ , and  $R^{36}$  are independently selected from the  
 group consisting of hydrido, amidino, guanidino, methyl, ethyl, methoxy,  
 ethoxy, hydroxy, amino, N-methylamino, dimethylamino, methoxyamino,  
 methylthio, ethylthio, trifluoromethyl, pentafluoroethyl, 2,2,2-trifluoroethyl,  
 fluoro, chloro, bromo, amidosulfonyl, N-methylamidosulfonyl, hydroxymethyl,  
 10      amidocarbonyl, carboxy, cyano, and  $Q^b$ ;

B is optionally selected from the group consisting of hydrido, ethyl,  
 2-propenyl, 2-propynyl, propyl, isopropyl, butyl, 2-butenyl, 2-butynyl,  
 sec-butyl, *tert*-butyl, isobutyl, 2-methylpropenyl, 1-pentyl, 2-pentenyl,  
 3-pentenyl, 2-pentynyl, 3-pentynyl, 2-pentyl, 3-pentyl, 2-methylbutyl,  
 15      2-methyl-2-butenyl, 3-methylbutyl, 3-methyl-2-butenyl, 1-hexyl, 2-hexenyl,  
 3-hexenyl, 4-hexenyl, 2-hexynyl, 3-hexynyl, 4-hexynyl, 2-hexyl,  
 1-methyl-2-pentenyl, 1-methyl-3-pentenyl, 1-methyl-2-pentynyl,  
 1-methyl-3-pentynyl, 3-hexyl, 1-ethyl-2-butenyl, 1-heptyl, 2-heptenyl,  
 3-heptenyl, 4-heptenyl, 5-heptenyl, 2-heptynyl, 3-heptynyl, 4-heptynyl,  
 20      5-heptynyl, 2-heptyl, 1-methyl-2-hexenyl, 1-methyl-3-hexenyl,  
 1-methyl-4-hexenyl, 1-methyl-2-hexynyl, 1-methyl-3-hexynyl,  
 1-methyl-4-hexynyl, 3-heptyl, 1-ethyl-2-pentenyl, 1-ethyl-3-pentenyl,  
 1-ethyl-2-pentynyl, 1-ethyl-3-pentynyl, 2,2,2-trifluoroethyl, 2,2-difluoropropyl,  
 4-trifluoromethyl-5,5,5-trifluoropentyl, 4-trifluoromethylpentyl,  
 25      5,5,6,6,6-pentafluorohexyl, and 3,3,3-trifluoropropyl, wherein each member of  
 group B is optionally substituted at any carbon up to and including 5 atoms  
 from the point of attachment of B to A with one or more of the group  
 consisting of  $R^{32}$ ,  $R^{33}$ ,  $R^{34}$ ,  $R^{35}$ , and  $R^{36}$ ;

B is optionally selected from the group consisting of cyclopropyl,  
 30      cyclobutyl, cyclopentyl, cyclohexyl, cycloheptyl, oxalan-2-yl,  
 2-(2R)-bicyclo[2.2.1]-heptyl, oxetan-3-yl, azetidin-1-yl, azetidin-2-yl,

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azetidin-3-yl, bicyclo[3.1.0]hexan-6-yl, 2-morpholinyl, 3-morpholinyl,  
 4-morpholinyl, 1-piperazinyl, 2-piperazinyl, 1-piperidinyl, 2-piperidinyl,  
 3-piperidinyl, 4-piperidinyl, 1-pyrrolidinyl, 2-pyrrolidinyl, 3-pyrrolidinyl,  
 2-dioxanyl, 2-tetrahydrofuranyl, 3-tetrahydrofuranyl, 2-tetrahydropyranyl,  
 5 3-tetrahydropyranyl, 4-tetrahydropyranyl, 2-tetrahydrothienyl, and  
 3-tetrahydrothienyl, wherein each ring carbon is optionally substituted with  
 $R^{33}$ , ring carbons and a nitrogen adjacent to the carbon atom at the point of  
 attachment are optionally substituted with  $R^9$  or  $R^{13}$ , a ring carbon or nitrogen  
 adjacent to the  $R^9$  position and two atoms from the point of attachment is  
 10 optionally substituted with  $R^{10}$ , and a ring carbon or nitrogen adjacent to the  
 $R^{13}$  position and two atoms from the point of attachment is optionally  
 substituted with  $R^{12}$ ;  
 $R^9$ ,  $R^{11}$ , and  $R^{13}$  are independently selected from the group consisting  
 of hydrido, methyl, ethyl, methoxy, ethoxy, hydroxy, amino, N-methylamino,  
 15 N,N-dimethylamino, methylthio, trifluoromethyl, pentafluoroethyl,  
 2,2,2-trifluoroethyl, fluoro, chloro, bromo, amidosulfonyl,  
 N-methylamidosulfonyl, N,N-dimethylamidosulfonyl, hydroxymethyl,  
 1-hydroxyethyl, amidocarbonyl, N-methylamidocarbonyl, carboxy, and cyano;  
 $R^{10}$  and  $R^{12}$  are independently selected from the group consisting of  
 20 hydrido, amidino, amidocarbonyl, N-methylamidocarbonyl,  
 N-benzylamidocarbonyl, N-(2-chlorobenzyl)amidocarbonyl,  
 N-(3-fluorobenzyl)amidocarbonyl, N-(2-trifluoromethylbenzyl)amidocarbonyl,  
 N-(1-phenylethyl)amidocarbonyl, N-(1-methyl-1-phenylethyl)amidocarbonyl,  
 N-benzylamidosulfonyl, N-(2-chlorobenzyl)amidosulfonyl,  
 25 N-ethylamidocarbonyl, N-isopropylamidocarbonyl, N-propylamidocarbonyl,  
 N-isobutylamidocarbonyl, N-(2-butyl)amidocarbonyl,  
 N-cyclobutylamidocarbonyl, N-cyclopentylamidocarbonyl,  
 N-cyclohexylamidocarbonyl, guanidino, methyl, ethyl, methoxy, ethoxy,  
 hydroxy, hydroxymethyl, 1-hydroxyethyl, 2-hydroxyethyl, carboxy,  
 30 carboxymethyl, amino, acetamido, trifluoromethyl, pentafluoroethyl,

2,2,2-trifluoroethyl, trifluoroacetamido, aminomethyl, N-methylamino, dimethylamino, methoxyamino, amidosulfonyl, N-methylamidosulfonyl, N,N-dimethylamidosulfonyl, methanesulfonamido, methoxycarbonyl, fluoro, chloro, bromo, and cyano;

5 A is selected from the group consisting of a bond, NH, N(CH<sub>3</sub>), CH<sub>2</sub>, CH<sub>3</sub>CH, CH<sub>2</sub>CH<sub>2</sub>, and CH<sub>2</sub>CH<sub>2</sub>CH<sub>2</sub>;

M is N or R<sup>1</sup>-C;

R<sup>1</sup> is selected from the group consisting of hydrido, hydroxy, hydroxymethyl, amino, aminomethyl, methylamino, cyano, methyl, 10 trifluoromethyl, methoxy, methylthio, trifluoromethoxy, fluoro, and chloro;

R<sup>2</sup> is selected from the group consisting of phenyl, 2-thienyl, 2-furyl, 2-pyrrolyl, 2-imidazolyl, 2-thiazolyl, 3-isoxazolyl, 2-pyridyl, and 3-pyridyl, wherein a carbon adjacent to the carbon at the point of attachment of said phenyl or heteroaryl ring to the uracil ring is optionally substituted by R<sup>9</sup>, the other carbon adjacent to the carbon at the point of attachment is optionally substituted by R<sup>13</sup>, a carbon adjacent to R<sup>9</sup> and two atoms from the carbon at 15 the point of attachment is optionally substituted by R<sup>10</sup>, a carbon adjacent to R<sup>13</sup> and two atoms from the carbon at the point of attachment is optionally substituted by R<sup>12</sup>, and any carbon adjacent to both R<sup>10</sup> and R<sup>12</sup> is optionally 20 substituted by R<sup>11</sup>;

Y<sup>AT</sup> is Q<sup>b</sup>-Q<sup>s</sup>;

Q<sup>s</sup> is selected from the group consisting of:

C[R<sup>37</sup>(benzoyl)(CR<sup>37</sup>R<sup>38</sup>)<sub>b</sub>],  
 C[R<sup>37</sup>(2-pyridylcarbonyl)(CR<sup>37</sup>R<sup>38</sup>)<sub>b</sub>],  
 25 C[R<sup>37</sup>(3-pyridylcarbonyl)(CR<sup>37</sup>R<sup>38</sup>)<sub>b</sub>],

DETAILED ACTION

$C[R^{37}(4\text{-pyridylcarbonyl})(CR^{37}R^{38})_b]$ ,  
 $C[R^{37}(2\text{-thienylcarbonyl})(CR^{37}R^{38})_b]$ ,  
 $C[R^{37}(3\text{-thienylcarbonyl})(CR^{37}R^{38})_b]$ ,  
 $C[R^{37}(2\text{-thiazolylcarbonyl})(CR^{37}R^{38})_b]$ ,  
 5     $C[R^{37}(4\text{-thiazolylcarbonyl})(CR^{37}R^{38})_b]$ , and  
 $C[R^{37}(5\text{-thiazolylcarbonyl})(CR^{37}R^{38})_b]$ , wherein b is an integer selected  
             from 1 through 3,  $R^{37}$  and  $R^{38}$  are independently selected from the group  
             consisting of hydrido, alkyl, and haloalkyl, with the proviso that said benzoyl  
             and the heteroaroyls are optionally substituted with one or more substituents  
 10    selected from the group consisting of  $R^{16}$ ,  $R^{17}$ ,  $R^{18}$ , and  $R^{19}$  with the proviso  
             that  $R^{17}$  and  $R^{18}$  are optionally substituted at a carbon selected from other than  
             the meta and para carbons relative to the carbonyl of the benzoyl or heteroaroyl,  
             with the further proviso that said benzoyl or said heteroaroyl are bonded to the  
             carbon directly bonded to amide nitrogen of the 1-(amidocarbonylmethylene)  
 15    group, and with the still further proviso that is no more than one alkyl or one  
             haloalkyl is bonded to a  $CR^{37}R^{38}$  at the same time;  
              $R^{16}$ ,  $R^{17}$ ,  $R^{18}$ , and  $R^{19}$  are independently selected from the group  
             consisting of hydrido, methyl, ethyl, amidino, guanidino, methoxy, hydroxy,  
             amino, aminomethyl, 1-aminoethyl, 2-aminoethyl, N-methylamino,  
 20    dimethylamino, methylthio, ethylthio, trifluoromethylthio, methylsulfinyl,  
             methylsulfonyl, trifluoromethyl, pentafluoroethyl, 2,2,2-trifluoroethyl,  
             trifluoromethoxy, fluoro, chloro, hydroxymethyl, carboxy, and cyano;  
              $Q^b$  is  $C(NR^{25})NR^{23}R^{24}$  or  $N(R^{26})C(NR^{25})N(R^{23})(R^{24})$ ;  
              $R^{23}$ ,  $R^{24}$ ,  $R^{25}$ , and  $R^{26}$  are independently selected from the group  
 25    consisting of hydrido, methyl, and ethyl.

35. Compound of Claim 34 or a pharmaceutically acceptable salt thereof, wherein;

B is selected from the group consisting of 2-aminophenyl,  
 3-aminophenyl, 3-amidinophenyl, 4-amidinophenyl, 3-carboxyphenyl,  
 5 3-carboxy-5-hydroxyphenyl, 3-chlorophenyl, 4-chlorophenyl,  
 3,4-dichlorophenyl, 2-fluorophenyl, 3-fluorophenyl, 3,4-difluorophenyl,  
 3-hydroxyphenyl, 4-hydroxyphenyl, 3-methoxyaminophenyl,  
 3-methoxyphenyl, 4-methoxyphenyl, 3-methylphenyl, 4-methylphenyl, phenyl,  
 3-trifluoromethylphenyl, 2-imidazoyl, 2-pyridyl, 3-pyridyl,  
 10 5-chloro-3-trifluoromethyl-2-pyridyl, 4-pyridyl, 2-thienyl, 3-thienyl, and  
 3-trifluoromethyl-2-pyridyl;

B is optionally selected from the group consisting of hydrido, ethyl,  
 2-propenyl, 2-propynyl, propyl, isopropyl, butyl, 2-butyl, (R)-2-butyl,  
 S)-2-butyl, *tert*-butyl, isobutyl, 1-pentyl, 3-pentyl, 2-methylbutyl,  
 15 2,2,2-trifluoroethyl, 6-amidocarbonylhexyl, 4-methyl-2-pentyl,  
 3-hydroxypropyl, 1-methoxy-2-propyl, 2-methoxyethyl, 2-methyl-2-butyl,  
 3-methyl-2-butyl, 2-dimethylaminopropyl, 2-cyanoethyl, 6-hydroxyhexyl,  
 2-hydroxyethyl, 2-amidinoethyl, 2-guanidinoethyl, 3-guanidinopropyl,  
 4-guanidinobutyl, 3-hydroxypropyl, 4-hydroxybutyl, 6-cyanoethyl,  
 20 2-dimethylaminoethyl, 3-methylbutyl, 2-methylbutyl, (S)-2-methylbutyl,  
 3-aminopropyl, 2-hexyl, and 4-aminobutyl;

B is optionally selected from the group consisting of cyclopropyl,  
 cyclobutyl, cyclopentyl, cyclohexyl, oxalan-2-yl, 2-(2R)-bicyclo[2.2.1]-heptyl,  
 oxetan-3-yl, azetidin-1-yl, azetidin-2-yl, azetidin-3-yl, 1-pyrrolidinyl and  
 25 1-piperidinyl;

A is selected from the group consisting of a bond, CH<sub>2</sub>, CH<sub>3</sub>CH,  
 CH<sub>2</sub>CH<sub>2</sub>, and CH<sub>2</sub>CH<sub>2</sub>CH<sub>2</sub>;

M is N or R<sup>1</sup>-C;

R<sup>1</sup> is selected from the group consisting of hydrido, hydroxy,  
 30 hydroxymethyl, amino, aminomethyl, cyano, methyl, trifluoromethyl, fluoro, and  
 chloro;

R<sup>2</sup> is selected from the group consisting of  
 3-amidocarbonyl-5-aminophenyl, 3-amidocarbonyl-5-aminophenyl,

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- 3-amino-5-(N-benzylamidocarbonyl)phenyl,
- 3-amino-5-(N-(2-chlorobenzyl)amidocarbonyl)phenyl,
- 3-amino-5-(N-(3-fluorobenzyl)amidocarbonyl)phenyl,
- 3-amino-5-(N-(2-trifluoromethylbenzyl)amidocarbonyl)phenyl,
- 5 3-amino-5-(N-(1-phenylethyl)amidocarbonyl)phenyl,
- 3-amino-5-(N-(1-methyl-1-phenylethyl)amidocarbonyl)phenyl,
- 3-amino-5-(N-benzylamidosulfonyl)phenyl,
- 3-amino-5-(N-(2-chlorobenzyl)amidosulfonyl)phenyl,
- 3-amino-5-(N-ethylamidocarbonyl)phenyl,
- 10 3-amino-5-(N-isopropylamidocarbonyl)phenyl,
- 3-amino-5-(N-propylamidocarbonyl)phenyl,
- 3-amino-5-(N-isobutylamidocarbonyl)phenyl,
- 3-amino-5-(N-(2-butyl)amidocarbonyl)phenyl,
- 3-amino-5-(N-cyclobutylamidocarbonyl)phenyl,
- 15 3-amino-5-(N-cyclopentylamidocarbonyl)phenyl,
- 3-amino-5-(N-cyclohexylamidocarbonyl)phenyl,
- 5-amino-2-fluorophenyl, 3-amino-5-hydroxymethylphenyl,
- 5-amino-3-methoxycarbonylphenyl, 3-amidinophenyl,
- 3-amino-2-methylphenyl, 5-amino-2-methylthiophenyl, 3-aminophenyl,
- 20 3-carboxyphenyl, 3-carboxy-5-aminophenyl, 3-carboxy-5-hydroxyphenyl,
- 3-carboxymethyl-5-aminophenyl, 3-carboxymethyl-5-hydroxyphenyl,
- 3-carboxymethylphenyl, 3-chlorophenyl, 2-chlorophenyl, 3-cyanophenyl,
- ,5-diaminophenyl, 3-dimethylaminophenyl, 2-fluorophenyl, 3-fluorophenyl,
- 2,5-difluorophenyl, 2-hydroxyphenyl, 3-hydroxyphenyl,
- 25 3-methanesulfonylaminophenyl, 2-methoxyphenyl, 3-methoxyphenyl,
- 3-methoxyaminophenyl, 3-methoxycarbonylphenyl, 2-methylaminophenyl,
- 3-methylaminophenyl, 2-methylphenyl, 3-methylphenyl, 4-methylphenyl,
- phenyl, 3-trifluoroacetamidophenyl, 3-trifluoromethylphenyl,
- 2-trifluoromethylphenyl, 5-amino-2-thienyl, 5-amino-3-thienyl,
- 30 3-bromo-2-thienyl, 3-pyridyl, 4-pyridyl, 2-thienyl, and 3-thienyl;

$Y^{AT}$  is  $Q^b - Q^s$ ;

$Q^s$  is selected from the group consisting of:

$[CH(benzoyl)](CH_2)_b$ ,  $[CH(2\text{-pyridylcarbonyl})](CH_2)_b$ .

[CH(3-pyridylcarbonyl)](CH<sub>2</sub>)<sub>b</sub>, [CH(4-pyridylcarbonyl)](CH<sub>2</sub>)<sub>b</sub>,

[CH(2-thienylcarbonyl)](CH<sub>2</sub>)<sub>b</sub>, [CH(3-thienylcarbonyl)](CH<sub>2</sub>)<sub>b</sub>,

[CH(2-thiazolylcarbonyl)](CH<sub>2</sub>)<sub>b</sub>, [CH(4-thiazolylcarbonyl)](CH<sub>2</sub>)<sub>b</sub>,

and [CH(5-thiazolylcarbonyl)](CH<sub>2</sub>)<sub>b</sub>, wherein b is an integer selected from 1 through 3, with the proviso that said benzoyl and said heteroaroys are optionally substituted with one or more substituents selected from the group consisting of R<sup>16</sup>, R<sup>17</sup>, R<sup>18</sup>, and R<sup>19</sup> with the proviso that R<sup>17</sup> and R<sup>18</sup> are optionally substituted at a carbon selected from other than the meta and para carbons relative to the carbonyl of the benzoyl or the heteroaroyl, and that said benzoyl or said heteroaroyl are bonded to the carbon directly bonded to amide nitrogen of the 1-(amidocarbonylmethylene) group;

R<sup>16</sup> and R<sup>19</sup> are independently selected from the group consisting of hydrido, amidino, amino, aminomethyl, methoxy, methylamino, hydroxy, hydroxymethyl, fluoro, chloro, and cyano;

R<sup>17</sup> and R<sup>18</sup> are independently selected from the group consisting of hydrido, fluoro, chloro, hydroxy, hydroxymethyl, amino, carboxy, and cyano;

Q<sup>b</sup> is N(R<sup>26</sup>)C(NR<sup>25</sup>)N(R<sup>23</sup>)(R<sup>24</sup>);

R<sup>23</sup>, R<sup>24</sup>, R<sup>25</sup>, and R<sup>26</sup> are independently hydrido or methyl.

36. Compound of Claim 35 or a pharmaceutically acceptable salt thereof, wherein;

B is selected from the group consisting of 3-aminophenyl, 3-amidinophenyl, 4-amidinophenyl, 3-chlorophenyl, 4-chlorophenyl, 3,4-dichlorophenyl, 2-fluorophenyl, 4-methylphenyl, phenyl, 2-imidazoyl, 3-pyridyl, 4-pyridyl, and 3-trifluoromethyl-2-pyridyl;

B is optionally selected from the group consisting of hydrido, ethyl, 2-propenyl, 2-propynyl, propyl, isopropyl, butyl, 2-butyl, (R)-2-butyl, (S)-2-butyl, *tert*-butyl, isobutyl, 1-pentyl, 3-pentyl, 2-methylbutyl, 2,2,2-trifluoroethyl, 6-amidocarbonylhexyl, 4-methyl-2-pentyl,

3-hydroxypropyl, 1-methoxy-2-propyl, 2-methoxyethyl, 2-methyl-2-butyl,  
 3-methyl-2-butyl, 2-dimethylaminopropyl, 2-cyanoethyl, 6-hydroxyhexyl,  
 2-hydroxyethyl, 2-amidinoethyl, 2-guanidinoethyl, 3-guanidinopropyl,  
 4-guanidinobutyl, 3-hydroxypropyl, 4-hydroxybutyl, 6-cyanohexyl,  
 5 2-dimethylaminoethyl, 3-methylbutyl, 2-methylbutyl, (S)-2-methylbutyl,  
 3-aminopropyl, 2-hexyl, and 4-aminobutyl;

B is optionally selected from the group consisting of cyclopropyl,  
 cyclobutyl, cyclopentyl, cyclohexyl, oxalan-2-yl, 2-(2R)-bicyclo[2.2.1]-heptyl,  
 oxetan-3-yl, azetidin-1-yl, azetidin-2-yl, azetidin-3-yl, and 1-piperidinyl;

10 A is selected from the group consisting of a bond,  $\text{CH}_2$ ,  $\text{CH}_2\text{CH}_2$  and  
 $\text{CH}_2\text{CH}_2\text{CH}_2$ ;

M is N or  $\text{R}^1\text{-C}$ ;

$\text{R}^1$  is selected from the group consisting of hydrido, hydroxy,  
 hydroxymethyl, amino, aminomethyl, cyano, methyl, trifluoromethyl, and  
 15 fluoro;

$\text{R}^2$  is selected from the group consisting of  
 3-amidocarbonyl-5-aminophenyl, 3-amino-5-(N-benzylamidocarbonyl)phenyl,  
 3-amino-5-(N-(2-chlorobenzyl)amidocarbonyl)phenyl,  
 3-amino-5-(N-(3-fluorobenzyl)amidocarbonyl)phenyl,  
 20 3-amino-5-(N-(2-trifluoromethylbenzyl)amidocarbonyl)phenyl,  
 3-amino-5-(N-(1-phenylethyl)amidocarbonyl)phenyl,  
 3-amino-5-(N-(1-methyl-1-phenylethyl)amidocarbonyl)phenyl,  
 3-amino-5-(N-benzylamidosulfonyl)phenyl,  
 3-amino-5-(N-(2-chlorobenzyl)amidosulfonyl)phenyl,  
 25 3-amino-5-(N-ethylamidocarbonyl)phenyl,  
 3-amino-5-(N-isopropylamidocarbonyl)phenyl,  
 3-amino-5-(N-propylamidocarbonyl)phenyl,  
 3-amino-5-(N-isobutylamidocarbonyl)phenyl,  
 3-amino-5-(N-(2-butyl)amidocarbonyl)phenyl,  
 30 3-amino-5-(N-cyclobutylamidocarbonyl)phenyl,  
 3-amino-5-(N-cyclopentylamidocarbonyl)phenyl,  
 3-amino-5-(N-cyclohexylamidocarbonyl)phenyl, 3-aminophenyl,  
 3-carboxy-5-aminophenyl, 3-chlorophenyl, 3,5-diaminophenyl,

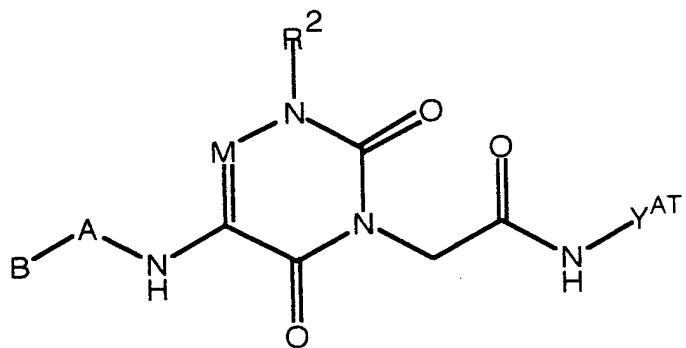
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3-dimethylaminophenyl, 3-hydroxyphenyl, 3-methanesulfonylaminophenyl,  
 3-methylaminophenyl, 2-methylphenyl, 3-methylphenyl, phenyl,  
 3-trifluoroacetamidophenyl, 3-bromo-2-thienyl, 2-thienyl, and 3-thienyl;

$Y^{AT}$  is selected from the group consisting of

5        5-guanidino-1-oxo-1-(2-thiazolyl)-2-pentyl, 5-guanidino-1-oxo-1-(4-thiazolyl)-2-pentyl, 5-guanidino-1-oxo-1-(5-thiazolyl)-2-pentyl, 5-guanidino-1-oxo-1-(4-amino-2-thiazolyl)-2-pentyl, and 5-guanidino-1-oxo-1-phenyl-2-pentyl.

10      37. Compound of Claim 33 where said compound is selected from the group of the Formula:



or a pharmaceutically acceptable salt thereof, wherein;

15       $R^2$  is 3-aminophenyl, B is phenyl, A is  $CH_2$ ,  $Y^{AT}$  is 5-guanidino-1-oxo-1-(2-thiazolyl)-2-pentyl, and M is CH;  
 $R^2$  is phenyl, B is phenyl, A is  $CH_2CH_2$ ,  $Y^{AT}$  is 5-guanidino-1-oxo-1-(2-thiazolyl)-2-pentyl, and M is CH;  
 $R^2$  is benzyl, B is phenyl, A is  $CH_2CH_2$ ,  $Y^{AT}$  is 5-guanidino-1-oxo-1-(2-thiazolyl)-2-pentyl, and M is CH;  
 20       $R^2$  is phenyl, B is phenyl, A is  $CH_2CH_2$ ,  $Y^{AT}$  is 5-guanidino-1-oxo-1-(2-thiazolyl)-2-pentyl, and M is CH;  
 $R^2$  is benzyl, B is phenyl, A is  $CH_2CH_2$ ,  $Y^{AT}$  is 5-guanidino-1-oxo-1-(2-thiazolyl)-2-pentyl, and M is CH;  
 25       $R^2$  is phenyl, B is phenyl, A is  $CH_2CH_2$ ,  $Y^{AT}$  is 5-guanidino-1-oxo-1-(2-thiazolyl)-2-pentyl, and M is CH;

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$R^2$  is 3-aminophenyl, B is phenyl, A is  $CH_2$ ,  $Y^{AT}$  is 5-guanidino-1-oxo-1-(2-thiazolyl)-2-pentyl, and M is CF;

$R^2$  is phenyl, B is phenyl, A is  $CH_2CH_2$ ,  $Y^{AT}$  is 5-guanidino-1-oxo-1-(2-thiazolyl)-2-pentyl, and M is CF;

5       $R^2$  is benzyl, B is phenyl, A is  $CH_2CH_2$ ,  $Y^{AT}$  is 5-guanidino-1-oxo-1-(2-thiazolyl)-2-pentyl, and M is CF;

$R^2$  is phenyl, B is phenyl, A is  $CH_2CH_2$ ,  $Y^{AT}$  is 5-guanidino-1-oxo-1-(2-thiazolyl)-2-pentyl, and M is CF;

10      $R^2$  is benzyl, B is phenyl, A is  $CH_2CH_2$ ,  $Y^{AT}$  is 5-guanidino-1-oxo-1-(2-thiazolyl)-2-pentyl, and M is CF;

$R^2$  is phenyl, B is phenyl, A is  $CH_2CH_2$ ,  $Y^{AT}$  is 5-guanidino-1-oxo-1-(2-thiazolyl)-2-pentyl, and M is CF;

15      $R^2$  is 3-aminophenyl, B is phenyl, A is  $CH_2$ ,  $Y^{AT}$  is 5-guanidino-1-oxo-1-(2-thiazolyl)-2-pentyl, and M is CCl;

$R^2$  is phenyl, B is phenyl, A is  $CH_2CH_2$ ,  $Y^{AT}$  is 5-guanidino-1-oxo-1-(2-thiazolyl)-2-pentyl, and M is CCl;

20      $R^2$  is benzyl, B is phenyl, A is  $CH_2CH_2$ ,  $Y^{AT}$  is 5-guanidino-1-oxo-1-(2-thiazolyl)-2-pentyl, and M is CCl;

$R^2$  is phenyl, B is phenyl, A is  $CH_2CH_2$ ,  $Y^{AT}$  is 5-guanidino-1-oxo-1-(2-thiazolyl)-2-pentyl, and M is CCl;

25      $R^2$  is benzyl, B is phenyl, A is  $CH_2CH_2$ ,  $Y^{AT}$  is 5-guanidino-1-oxo-1-(2-thiazolyl)-2-pentyl, and M is CCl;

$R^2$  is 3-aminophenyl, B is phenyl, A is  $CH_2$ ,  $Y^{AT}$  is 5-guanidino-1-oxo-1-(2-thiazolyl)-2-pentyl, and M is N;

$R^2$  is phenyl, B is phenyl, A is  $CH_2CH_2$ ,  $Y^{AT}$  is 5-guanidino-1-oxo-1-(2-thiazolyl)-2-pentyl, and M is N;

$R^2$  is benzyl, B is phenyl, A is  $CH_2CH_2$ ,  $Y^{AT}$  is 5-guanidino-1-oxo-1-(2-thiazolyl)-2-pentyl, and M is N;

$R^2$  is phenyl, B is phenyl, A is  $CH_2CH_2$ ,  $Y^{AT}$  is 5-guanidino-1-oxo-1-(2-thiazolyl)-2-pentyl, and M is N;

5        $R^2$  is benzyl, B is phenyl, A is  $CH_2CH_2$ ,  $Y^{AT}$  is 5-guanidino-1-oxo-1-(2-thiazolyl)-2-pentyl, and M is N;

$R^2$  is phenyl, B is phenyl, A is  $CH_2CH_2$ ,  $Y^{AT}$  is 5-guanidino-1-oxo-1-(2-thiazolyl)-2-pentyl, and M is N;

10       $R^2$  is 3,5-diaminophenyl, B is phenyl, A is  $CH_2CH_2$ ,  $Y^{AT}$  is 5-guanidino-1-oxo-1-(2-thiazolyl)-2-pentyl, and M is CH;

$R^2$  is 3-carboxy-5-aminophenyl, B is phenyl, A is  $CH_2CH_2$ ,  $Y^{AT}$  is 5-guanidino-1-oxo-1-(2-thiazolyl)-2-pentyl, and M is CH;

15       $R^2$  is 3,5-diaminophenyl, B is isopropyl, A is a bond,  $Y^{AT}$  is 5-guanidino-1-oxo-1-(2-thiazolyl)-2-pentyl, and M is CH;

$R^2$  is 3-carboxy-5-aminophenyl, B is isopropyl, A is a bond,  $Y^{AT}$  is 5-guanidino-1-oxo-1-(2-thiazolyl)-2-pentyl, and M is CH;

20       $R^2$  is 3,5-diaminophenyl, B is cyclobutyl, A is a bond,  $Y^{AT}$  is 5-guanidino-1-oxo-1-(2-thiazolyl)-2-pentyl, and M is CH;

$R^2$  is 3-carboxy-5-aminophenyl, B is cyclobutyl, A is a bond,  $Y^{AT}$  is 5-guanidino-1-oxo-1-(2-thiazolyl)-2-pentyl, and M is CH;

25       $R^2$  is 3,5-diaminophenyl, B is phenyl, A is  $CH_2CH_2$ ,  $Y^{AT}$  is 5-guanidino-1-oxo-1-(2-thiazolyl)-2-pentyl, and M is CCl;

$R^2$  is 3-carboxy-5-aminophenyl, B is phenyl, A is  $CH_2CH_2$ ,  $Y^{AT}$  is 5-guanidino-1-oxo-1-(2-thiazolyl)-2-pentyl, and M is CCl;

$R^2$  is 3,5-diaminophenyl, B is isopropyl, A is a bond,  $Y^{AT}$  is 5-guanidino-1-oxo-1-(2-thiazolyl)-2-pentyl, and M is CCl;

$R^2$  is 3-carboxy-5-aminophenyl, B is isopropyl, A is a bond,  $Y^{AT}$  is 5-guanidino-1-oxo-1-(2-thiazolyl)-2-pentyl, and M is CCl;

R<sup>2</sup> is 3,5-diaminophenyl, B is cyclobutyl, A is a bond, Y<sup>AT</sup> is 5-guanidino-1-oxo-1-(2-thiazolyl)-2-pentyl, and M is CCl;

R<sup>2</sup> is 3-carboxy-5-aminophenyl, B is cyclobutyl, A is a bond, Y<sup>AT</sup> is 5-guanidino-1-oxo-1-(2-thiazolyl)-2-pentyl, and M is CCl;

5 R<sup>2</sup> is 3,5-diaminophenyl, B is phenyl, A is CH<sub>2</sub>CH<sub>2</sub>, Y<sup>AT</sup> is 5-guanidino-1-oxo-1-(2-thiazolyl)-2-pentyl, and M is N;

R<sup>2</sup> is 3-carboxy-5-aminophenyl, B is phenyl, A is CH<sub>2</sub>CH<sub>2</sub>, Y<sup>AT</sup> is 5-guanidino-1-oxo-1-(2-thiazolyl)-2-pentyl, and M is N;

10 R<sup>2</sup> is 3,5-diaminophenyl, B is isopropyl, A is a bond, Y<sup>AT</sup> is 5-guanidino-1-oxo-1-(2-thiazolyl)-2-pentyl, and M is N;

R<sup>2</sup> is 3-carboxy-5-aminophenyl, B is isopropyl, A is a bond, Y<sup>AT</sup> is 5-guanidino-1-oxo-1-(2-thiazolyl)-2-pentyl, and M is N;

R<sup>2</sup> is 3,5-diaminophenyl, B is cyclobutyl, A is a bond, Y<sup>AT</sup> is 5-guanidino-1-oxo-1-(2-thiazolyl)-2-pentyl, and M is N;

15 R<sup>2</sup> is 3-carboxy-5-aminophenyl, B is cyclobutyl, A is a bond, Y<sup>AT</sup> is 5-guanidino-1-oxo-1-(2-thiazolyl)-2-pentyl, and M is N.

38. A composition for inhibiting thrombotic conditions in blood comprising a compound of any one of Claims 8, 16, 24, 32, and 37 and a pharmaceutically acceptable carrier.

20  
25 39. A composition for inhibiting thrombotic conditions in blood comprising a compound of any one of Claims 1 through 7, Claims 9 through 15, Claims 17 through 23, Claims 25 through 31, and Claims 33 through 36 and a pharmaceutically acceptable carrier.

40. A method for inhibiting thrombotic conditions in blood comprising adding to blood a therapeutically effective amount of a composition of any one of Claims 38 and 39.

41. A method for inhibiting formation of blood platelet aggregates in blood comprising adding to blood a therapeutically effective amount of a composition of any one of Claims 38 and 39.

5      42. A method for inhibiting thrombus formation in blood comprising adding to blood a therapeutically effective amount of a composition of any one of Claims 38 and 39.

10     43. A method for treating or preventing venous thromboembolism and pulmonary embolism in a mammal comprising administering to the mammal a therapeutically effective amount of a composition of any one of Claims 38 and 39.

15     44. A method for treating or preventing deep vein thrombosis in a mammal comprising administering to the mammal a therapeutically effective amount of a composition of any one of Claims 38 and 39.

20     45. A method for treating or preventing cardiogenic thromboembolism in a mammal comprising administering to the mammal a therapeutically effective amount of a composition of any one of Claims 38 and 39.

25     46. A method for treating or preventing thromboembolic stroke in humans and other mammals comprising administering to the mammal a therapeutically effective amount of a composition of any one of Claims 38 and 39.

30     47. A method for treating or preventing thrombosis associated with cancer and cancer chemotherapy in humans and other mammals comprising administering to the mammal a therapeutically effective amount of a composition of any one of Claims 38 and 39.

48. A method for treating or preventing unstable angina in humans and other mammals comprising administering to the mammal a therapeutically effective amount of a composition of any one of Claims 38 and 39.